



THE UNITED STATES
CORPORATION
COMPANY

F000000000446

ACCOUNT NO. : 072100000032

REFERENCE : 559670 4326835

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 70

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 25 PM 1:56

ORDER DATE : January 20, 2000

ORDER TIME : 11:17 AM

ORDER NO. : 559670-010

100003110111--5

CUSTOMER NO: 4326835

CUSTOMER: Ms. Melissa Kennedy
Airtouch Communications
One California Street
21st Floor
San Francisco, CA 94111

FOREIGN FILINGS

NAME: GLOBALSTAR USA, INC.

4

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

RECEIVED
00 JAN 25 PM 12:08
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CONTACT PERSON: Christine Lillich

BK
1/25/00

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JAN 25 PM 1:56

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Globalstar USA, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. N/A
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. September 17, 1996 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Not yet transacted business in Florida.
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 1340 Treat Boulevard, Suite 500, Walnut Creek, CA 94596

(Current mailing address)

Mobile satellite telecommunications services and products.

8. _____
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

By: Bobbie J. Hall
(Registered agent's signature)

Bobbie J. Hall, Asst. V.P.

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Arun Sarin

Address: One California Street, San Francisco, Ca 94111

Vice Chairman: Mike Polosky

Address: 1340 Treat Boulevard, Suite 500, Walnut Creek, CA 94596

Director: Jeff Clark

Address: 1340 Treat Boulevard, Suite 500, Walnut Creek, CA 94596

Director: Mike Kerr

Address: 1340 Treat Boulevard, Suite 500, Walnut Creek, CA 94596

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Jeff Clark

Address: 1340 Treat Boulevard, Suite 500, Walnut Creek, CA 94596

Vice President: Mike Kerr

Address: 1340 Treat Boulevard, Suite 500, Walnut Creek, CA 94596

Secretary: Dennis A. Daugherty

Address: One California Street, 21st Floor, San Francisco, CA 94111

Treasurer: Jack Lester

Address: 1340 Treat Boulevard, Suite 500, Walnut Creek, CA 94596

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. _____
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 25 PM 1:56

Office of the Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
00 JAN 25 PM 1:57

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GLOBALSTAR USA, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIRST DAY OF JANUARY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GLOBALSTAR USA, INC." WAS INCORPORATED ON THE THIRTEENTH DAY OF SEPTEMBER, A.D. 1996.



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Edward J. Freel, Secretary of State

AUTHENTICATION: 0210685
DATE: 01-21-00