

FO0000000481



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 561792 5146626

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pizub

ORDER DATE : January 24, 2000

ORDER TIME : 1:02 PM

ORDER NO. : 561792-085

700003111547--3

CUSTOMER NO: 5146626

CUSTOMER: Mr. Neil Read
Highwaymaster Corporation
1155 E Kas Drive

Richardson, TX 75081

FOREIGN FILINGS

(6)

NAME: HIGHWAYMASTER COMMUNICATIONS,
INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

h/k
1/26/00

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
00 JAN 26 PM 5:17 RECEIVED
00 JAN 26 PM 2:21

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: HighwayMaster Communications, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Lara Silva

(Name of Person)

c/o Corporation Service Company

(Firm/Company)

Suite 750, 800 Brazos

(Address)

Austin, TX, 78701-2507

(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Lara Silva

(Name of Person)

at (800) 532- 4875

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☐ \$70.00 Filing Fee

☐ \$78.75 Filing Fee &
Certificate of Status

☐ \$78.75 Filing Fee &
Certified Copy

☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 26 PM 5:17

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*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.*

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1. HighwayMaster Communications, 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. 510352879
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. January 28, 1994 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. c/o Neil Read, Tax Manager HighwayMaster, 1155 Kas Drive
Richardson, TX 75081
(Current mailing address)
8. enhanced telecommunications provider To engage in any act or activity for which corporations may be organized.
(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: Dolores Burton
(Registered agent's signature)

Dolores Burton, Assistant Vice President

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: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. _____

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

14. _____

VICE - PRESIDENT

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

OFFICERS/DIRECTORS RIDER

FL-Application by Foreign Corporation for Authorization

HighwayMaster Communications, Inc.

List of Officers

Name: Jana A. Bell **Title:** President
Bus. Addr.: c/o HighwayMaster Communications, Inc. 1155 Kas Drive, Richardson, TX 75081

Name: W. Michael Smith **Title:** Vice President
Bus. Addr.: c/o HighwayMaster Communications, Inc. 1155 Kas Drive, Richardson, TX 75081

Name: J. Raymond Billbao **Title:** Secretary
Bus. Addr.: c/o HighwayMaster Communications, Inc. 1155 Kas Drive, Richardson, TX 75081

Name: Stephen P. Tacke **Title:** Vice President
Bus. Addr.: c/o HighwayMaster Communications, Inc. 1155 Kas Drive, Richardson, TX 75081

Name: W. Michael Smith **Title:** Treasurer
Bus. Addr.: c/o HighwayMaster Communications, Inc. 1155 Kas Drive, Richardson, TX 75081

List of Directors

Name: Jana A. Bell **Term:** May 25, 2000
Bus. Addr.: c/o HighwayMaster Communications, Inc. 1155 Kas Drive, Richardson, TX 75081

Name: John Stupka **Term:** May 25, 2000
Bus. Addr.: c/o HighwayMaster Communications, Inc. 1155 Kas Drive, Richardson, TX 75081

Name: Stephen L. Greaves **Term:** May 25, 2000
Bus. Addr.: c/o HighwayMaster Communications, Inc. 1155 Kas Drive, Richardson, TX 75081

Name: Gerry C. Quinn **Term:** May 25, 2000
Bus. Addr.: c/o HighwayMaster Communications, Inc. 1155 Kas Drive, Richardson, TX 75081

Name: William C. Kennedy Jr. **Term:** May 25, 2000
Bus. Addr.: c/o HighwayMaster Communications, Inc. 1155 Kas Drive, Richardson, TX 75081

Name: Terry S. Parker **Term:** May 25, 2000
Bus. Addr.: c/o HighwayMaster Communications, Inc. 1155 Kas Drive, Richardson, TX 75081

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HIGHWAYMASTER COMMUNICATIONS, 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-FOURTH 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 "HIGHWAYMASTER COMMUNICATIONS, INC." WAS INCORPORATED ON THE TWENTY-EIGHTH DAY OF JANUARY, A.D. 1994.



Edward J. Freel
Edward J. Freel, Secretary of State

2374419 8300

001035408

AUTHENTICATION:

DATE:

0213917

01-24-00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 26 PM 5:17