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TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Telstra Incorporated
(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:

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-02/17/00--01072--004
*****78.75 *****78.75

Greg Staple

(Name of Person)

Vinson & Elkins L.L.P.

(Firm/Company)

1455 Pennsylvania Avenue, NW, Suite 700

(Address)

Washington, DC 20004

(City/State/Zip)

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

Megan Troy

(Name of Person)

at (202) 639-6768

(Area Code & Daytime Telephone Number)

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TALLAHASSEE FLORIDA

[Signature]

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

Vinson & Elkins

ATTORNEYS AT LAW

VINSON & ELKINS L.L.P.
THE WILLARD OFFICE BUILDING
1455 PENNSYLVANIA AVE., N.W.

WASHINGTON, D.C. 20004-1008
TELEPHONE (202) 639-6500
FAX (202) 639-6604

Writer's Phone: (202) 639-6768
Writer's Fax: (202) 639-6604

E-mail: mtroy@velaw.com
Web: www.velaw.com

February 16, 2000

Via Federal Express

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

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Re: Telstra Incorporated - Application by Foreign Corporation for Authorization to Transact Business in Florida

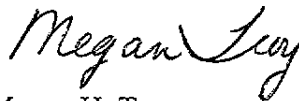
To whom it may concern:

On behalf of Telstra Incorporated, enclosed please find an original and one copy of an Application for by Foreign Corporation for Authorization to Transact Business in Florida. In addition, please find a check in the amount of \$78.75, which represents payment for filing fee and certificate of status.

Please acknowledge receipt of this filing by returning, date-stamped, the extra copy of this transmittal letter and application in the enclosed self-addressed stamped envelope.

If you have any questions, please do not hesitate to call me at (202) 639-6768.

Sincerely,



Megan H. Troy

Enclosures

cc: Paul Geason

**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.*

1. Telstra Incorporated
(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. 13-3776721
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. March 24, 1994 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Expect to begin transacting business in the Spring of 2000.
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 701 Gateway Blvd., Suite 250, South San Francisco, CA 94080
(Current mailing address)

8. Any lawful 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)

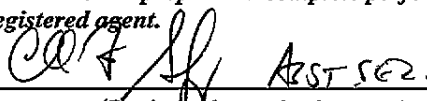
9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: CT Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip code)

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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.


(Registered agent's signature)

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: PLEASE SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: PLEASE SEE ATTACHMENT

Address: _____

Vice President: _____

Address: _____

Secretary: _____

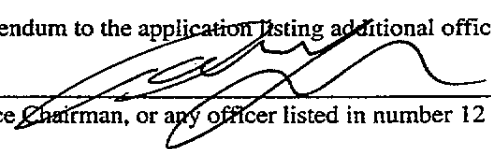
Address: _____

Treasurer: _____

Address: _____

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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. Paul Geason, General Counsel, V.P. Corporate Development
(Typed or printed name and capacity of person signing application)

OFFICERS AND DIRECTORS OF TELSTRA INCORPORATED

OFFICERS

Peter Williamson
Chief Executive Officer
1380 Taylor Street
Apartment 19
San Francisco, CA 94108

Franco Carida
Vice President Customer and Sales Operations
25 Sherwood Ct.
Millbrae, CA 94030

Michael H. Robertson
Chief Financial Officer and Vice President Finance
1043 Monterey Avenue
Foster City, CA 94404

Matt Walsh
Vice President Business Administration
218 Union Street
Apartment 7
San Francisco, CA 94133

Brad Pineau
Vice President Carrier Services
575 5th Avenue, 39th Floor
New York, NY 10017

Dan Kerth
Vice President Business Development
4050 Whispering Pines Court
Suwanee, GA 30024

Fabian Venter
Vice President Marketing
511 Parrott Drive
San Mateo, CA 94402

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Paul Geason
General Counsel and Vice President Corporate Development
7190 Duncourtney Drive
Sandy Springs, GA 30328

DIRECTORS

Peter Williamson
Director
1380 Taylor Street
Apartment 19
San Francisco, CA 94108

John Hibbard
Director
6 Booleroo Place
Westleigh
Sydney NSW 2000
Australia

Michael H. Robertson
Director
1043 Monterey Avenue
Foster City, CA 94404

Paul Geason
Director
7190 Duncourtney Drive
Sandy Springs, GA 30328


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TALLAHASSEE FLORIDA

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TELSTRA INCORPORATED" 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 ELEVENTH DAY OF JANUARY, A.D. 2000.

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TALLAHASSEE FLORIDA





Edward J. Freel, Secretary of State

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AUTHENTICATION: 0193468

DATE: 01-11-00