

F00000001954

Document Number Only

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
850-222-1092

100003199911--2
-04/07/00--01059--011
*****70.00 *****70.00

Corporation(s) Name

Airspan Networks Inc.

FILED
STATE OF FLORIDA
DIVISION OF CORPORATIONS
DO MARK -- PM 2:01

6

| | | |
|---|---|------------------------------------|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | | |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Withdrawal | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Ch. RA |
| | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photocopies | <input type="checkbox"/> CUS |
| <small>() arts/ameds/mergers () Other-See Above</small> | | |
| <input checked="" type="checkbox"/> Walk in | <input checked="" type="checkbox"/> Pick-up | <input type="checkbox"/> Will Wait |

Name Availability: _____
Document Examiner: _____
Updater: _____
Verifier: _____
Acknowledgement: _____
W.P. Verifier: _____

**Please Return Extra
Copies File Stamped
To:
Jeffrey Butterfield**

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 APR -7 AM 11: 15

RECEIVED

4/7/00
3/12/00
4/7/00

Thank You!

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:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
APR 20 1999

1. Airspan Networks 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. Washington
(State or country under the law of which it is incorporated)

3. 75-2743995
(FEI number, if applicable)

4. July 13, 1999
(Date of incorporation)

5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")

6. January 1, 2000
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. 777 - 108th Ave NE, Suite 1895, Bellevue, Washington 98004

(Current mailing address)

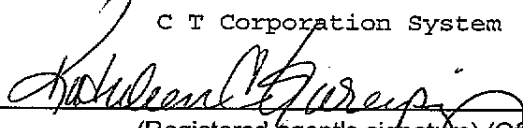
8. telecommunications
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

(Registered agent's signature) (Officer)

Kathleen C. Gariepy, Asst. Secretary
(Type Name and Title of Officer)

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:

A. DIRECTORS

Chairman: see attached list of directors

Address: _____

Vice Chairman: see attached list of directors

Address: _____

Director: see attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: see attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____


Address: _____

RECEIVED
DEPARTMENT OF STATE
CORPORATIONS
JUN 10 1988
7 PM 2:01

Treasurer: _____

Address: _____

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. Thomas S. Huseby, Chairman of the Board _____
(Typed or printed name and capacity of person signing application)

00000000
MAY 9 - 7 PM 2:01
SECRETARY OF STATE
DIVISION OF CORPORATIONS

AIRSPAN NETWORKS INC.

Officers:

| | |
|---|--|
| Chairman | Thomas S. Huseby 777 - 108 th Avenue N.E., Suite 1895 Bellevue, WA 98004 |
| President and CEO | Eric Stonestrom 777 - 108 th Avenue N.E., Suite 1895 Bellevue, WA 98004 |
| Sr. Vice President and Chief Financial Officer | Joseph Caffarelli 777 - 108 th Avenue N.E., Suite 1895 Bellevue, WA 98004 |
| Secretary and Treasurer | Joseph Caffarelli 777 - 108 th Avenue N.E., Suite 1895 Bellevue, WA 98004 |

Directors:

Jon Bayless
13455 Noel Road, Suite 1670
Dallas, TX 75240

Bandel Carano
525 University Avenue, Suite 1300
Palo Alto, CA 94301

H. Berry Cash
13455 Noel Road, Suite 1670
Dallas, TX 75240

Thomas S. Huseby
777 - 108th Avenue N.E., Suite 1895
Bellevue, WA 98004

Ovid Santoro
1 Great Winchester Street
London EC2N 2EQ

Eric Stonestrom
777 - 108th Avenue N.E., Suite 1895
Bellevue, WA 98004

David Twyver
248 Halsey Road
Friday Harbor, WA 98250

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR - 7 PM 2:01

STATE of WASHINGTON



SECRETARY of STATE

I, RALPH MUNRO, Secretary of State of the State of Washington and custodian of its seal

hereby issue this

CERTIFICATE OF EXISTENCE/AUTHORIZATION

OF

AIRSPAN NETWORKS INC.

I FURTHER CERTIFY that the records on file in this office show that the above named profit corporation was formed under the laws of the State of Washington and was issued a Certificate of Incorporation in Washington on July 13, 1999.

I FURTHER CERTIFY that as of the date of this certificate, no Articles of Dissolution have been filed, and that the corporation is duly authorized to transact business in the corporate form in the State of Washington.

00 APR -7 PM 2:01
SECRETARY OF STATE
DIVISION OF CORPORATIONS



Date: March 22, 2000

Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

SBE
Ralph Munro, Secretary of State