



THE UNITED STATES  
CORPORATION  
COMPANY

# F00000003167

ACCOUNT NO. : 072100000032

REFERENCE : 713644 4310192

AUTHORIZATION :

*Patricia Pizito*

COST LIMIT : \$ 70.00

00 JUN -5 PM 2:09  
DIVISION OF CORPORATIONS  
FLORIDA

ORDER DATE : May 30, 2000

ORDER TIME : 11:35 AM

ORDER NO. : 713644-025

CUSTOMER NO: 4310192

400003276334--0

CUSTOMER: Ms. Maureen Rabbitt  
Wilson Sonsini Goodrich &  
650 Page Mill Rd.

Palo Alto, CA 94304-1050

FOREIGN FILINGS

NAME: UM COMMUNICATIONS, INC.

*(Handwritten signature/initials)*

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

*BK*  
*6/5*

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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.

STATE OF FLORIDA  
DIVISION OF CORPORATIONS  
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1. UM 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

(State or country under the law of which it is incorporated)

3. \_\_\_\_\_  
(FEI number, if applicable)

4. March 21, 2000

(Date of incorporation)

5. perpetual

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

6. On or about May 18, 2000

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 101 University Ave., Ste 400

Palo Alto, CA 94301

(Current mailing address)

8. To provide telecommunication services

(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

Vivien S. Mitchell  
(Registered agent's signature)  
Vivien S. Mitchell, 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)

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DIVISION OF CORPORATIONS  
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**A. DIRECTORS (Street address only - P.O. Box NOT acceptable)**

Chairman: See attached roster

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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

President: See attached roster

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. 

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

14. Michael Morris, Vice President and Secretary

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

**Officers/Directors Rider**

**Name**

**Title**

**Address**

Sean Doherty

President and Sole Director

101 University Ave., Suite 400  
Palo Alto, CA 94301

Michael Morris

Vice President and Secretary

101 University Ave., Suite 400  
Palo Alto, CA 94301

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State of Delaware  
Office of the Secretary of State

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JUN -5 PM 2:09

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "UM 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 THIRTY-FIRST DAY OF MAY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION:

3198446 8300

DATE: 0467472

001273311

05-31-00