



THE UNITED STATES
CORPORATION
COMPANY

F000000003696

ACCOUNT NO. : 072100000032

REFERENCE : 729701 5013891

AUTHORIZATION :

Patricia Pygott

COST LIMIT : \$ 70.00

ORDER DATE : June 13, 2000

ORDER TIME : 10:28 AM

ORDER NO. : 729701-045

CUSTOMER NO: 5013891

CUSTOMER: Ms. Suzi Podhorecki
Motient Holdings Inc.
10802 Parkridge Road

Reston, VA 22091

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 29 PM 2:46

FOREIGN FILINGS

NAME: MOTIENT COMMUNICATIONS INC.

7000003308567--4

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

3/1
6/24

RECEIVED
00 JUN 29 AM 11:25
DEPARTMENT OF STATE
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.*

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1. Motient 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. 36-3688865

(FEI number, if applicable)

4. October 11, 1994

(Date of incorporation)

5. Perpetual

(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. 10802 Parkridge Blvd.

Reston, VA 20191

(Current mailing address)

Communications services. To engage in any act or activity for which corporations may be organized.

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: John Pelletier

(Registered agent's signature)

John Pelletier, 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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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. David H. Engvall

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

14. David H. Engvall, Assistant Secretary

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

MOTIENT COMMUNICATIONS INC. OFFICERS

Name	Title	Business Address
Carson E. Agnew	Vice President of Product Management	10802 Parkridge Blvd. Reston, VA 20191-5416
Thomas P. Bowen	Vice President, Operations	10802 Parkridge Blvd. Reston, VA 20191-5416
Richard J. Burnheimer	Vice President and Treasurer	10802 Parkridge Boulevard Reston, VA 20191-5416
Daniel Croft	Vice President, Wireless Internet Services	300 Knightsbridge Parkway Lincolnshire, IL 60069
David H. Engvall	Vice President, Executive Counsel and Assistant Secretary	10802 Parkridge Blvd. Reston, VA 20191-5416
Michael D. Fabbri	Vice President, Corporate Account Sales	300 Knightsbridge Parkway Lincolnshire, IL 60069
Paul M. Gremaud	Vice President, Sales	10802 Parkridge Blvd. Reston, VA 20191-5416
Lon C. Levin	Vice President, Regulatory	10802 Parkridge Blvd. Reston, VA 20191-5416
Jane B. Luba	Vice President, Human Resources	10802 Parkridge Blvd. Reston, VA 20191-5416
Dennis W. Matheson	Senior Vice President and Technology Officer	10802 Parkridge Blvd. Reston, VA 20191-5416
Brian E. Nimmo	Vice President, Marketing	10802 Parkridge Blvd. Reston, VA 20191-5416
Gary M. Parsons	Chairman of the Board	10802 Parkridge Blvd. Reston, VA 20191-5416
Deborah L. Peterson	Vice President of Software Development and Information Technologies	300 Knightsbridge Parkway Lincolnshire, IL 60069
Walter V. Purnell, Jr.	President and Chief Executive Officer	10802 Parkridge Blvd. Reston, VA 20191-5416
Randy S. Segal	Senior Vice President, General Counsel, and Secretary	10802 Parkridge Blvd. Reston, VA 20191-5416
W. Bartlett Snell	Senior Vice President and Chief Financial Officer	10802 Parkridge Blvd. Reston, VA 20191-5416
Eric A. Swank	Vice President , Corporate Planning and Investor Relations	10802 Parkridge Blvd. Reston, VA 20191-5416
Patricia C. Tikkala	Vice President and Controller	10802 Parkridge Blvd. Reston, VA 20191-5416
Matthew J. Whitehead, II	Vice President, Executive Counsel and Assistant Secretary	300 Knightsbridge Parkway Lincolnshire, IL 60069

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MOTIENT COMMUNICATIONS INC. DIRECTORS

Name	Title	Business Address
Douglas I. Brandon	Director	Vice President - External Affairs & Law AT&T Wireless Services, Inc. 1150 Connecticut Avenue, NW Fourth Floor Washington, DC 20036
Billy J. Parrott	Director	President and CEO, Antifire, Inc. 276 Fifth Avenue, Suite 301 New York, New York 10001
Gary M. Parsons	Chairman of the Board	Chairman of the Board Motient Corporation 10802 Parkridge Boulevard Reston, VA 20191-5416
Walter V. Purnell, Jr.	Director	President and Chief Executive Officer Motient Corporation 10802 Parkridge Boulevard Reston, VA 20191-5416
Andrew A. Quartner	Director	Corporate Counsel Nextlink Communications, Inc. 1730 Rhode Island Avenue, N.W., Suite 1000 Washington, D.C. 20036
Jack A. Shaw	Director	Senior Executive Vice President, Enterprise Sector of Hughes Electronics Corporation Hughes Network Systems 11717 Exploration Lane Germantown, MD 20876

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

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MOTIENT 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-EIGHTH DAY OF JUNE, 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 "MOTIENT COMMUNICATIONS INC." WAS INCORPORATED ON THE ELEVENTH DAY OF OCTOBER, A.D. 1994.

00 JUN 29 PM 2:46
DIVISION OF CORPORATIONS
SECRETARY OF STATE




Edward J. Freel, Secretary of State

2442421 8300

001328896

AUTHENTICATION: 0527422

DATE: 06-28-00