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Florida Department of State  
Division of Corporations  
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TALLAHASSEE, FLORIDA

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**FOREIGN PROFIT QUALIFICATION**

**SPEEDCOM WIRELESS CORPORATION**

Certificate of Status	0
Certified Copy	1
Page Count	04
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**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. SPEEDCOM WIRELESS CORPORATION  
(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. 58-2044990  
(State or country under the law of which it is incorporated) (FBI number, if applicable)
- 4. 03/18/1996 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. 1748 Independence Blvd., C-5, Sarasota, Florida 34234  
  
(Current mailing address)

- 8. Wireless telecommunications; and to conduct any lawful business for which corporations for profit may be engaged  
(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: F&L Corp.  
Office Address: 200 Laura Street  
Jacksonville, Florida, 32202  
(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.*

By: Charles V. Hedrick  
(Registered agent's signature)  
Charles V. Hedrick, Authorized Signatory

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)  
FL019 - 9/2/99 C T System Online

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

Chairman: see attached Addendum 1 for all directors

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

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

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

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

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

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

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

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

President: see attached Addendum 1 for all officers

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

14. Michael W. McKinney, Chairman  
(Typed or printed name and capacity of person signing application)

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**SPEEDCOM WIRELESS CORPORATION  
APPLICATION FOR FLORIDA CERTIFICATE OF AUTHORITY  
ADDENDUM 1**

**NAMES AND ADDRESSES OF OFFICERS AND DIRECTORS**

**DIRECTORS NAMES AND ADDRESSES**

<b>Michael W. McKinney</b> 1748 Independence Blvd., C-5 Sarasota, Florida 34234	<b>Chairman and Director</b>
<b>Bruce Sanguinetti</b> 1748 Independence Blvd., C-5 Sarasota, Florida 34234	<b>Director</b>
<b>Jay O. Wright</b> 1748 Independence Blvd., C-5 Sarasota, Florida 34234	<b>Director</b>
<b>R. Craig Roos</b> 1748 Independence Blvd., C-5 Sarasota, Florida 34234	<b>Vice Chairman and Director</b>

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**OFFICERS NAMES AND ADDRESSES**

**TITLE**

<b>Michael W. McKinney</b> 1748 Independence Blvd., C-5 Sarasota, Florida 34234	<b>Chairman and Chief Executive Officer</b>
<b>Bruce Sanguinetti</b> 1748 Independence Blvd., C-5 Sarasota, Florida 34234	<b>President</b>
<b>Jay O. Wright</b> 1748 Independence Blvd., C-5 Sarasota, Florida 34234	<b>Chief Financial Officer</b>
<b>R. Craig Roos</b> 1748 Independence Blvd., C-5 Sarasota, Florida 34234	<b>Vice Chairman</b>

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State of Delaware

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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 "SPEEDCOM WIRELESS CORPORATION" 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 THIRD DAY OF OCTOBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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TALLAHASSEE FLORIDA



*Edward J. Freel*  
\_\_\_\_\_  
Edward J. Freel, Secretary of State  
AUTHENTICATION: 0712124

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DATE: 10-03-00