



THE UNITED STATES
CORPORATION
COMPANY

F00000006981

ACCOUNT NO. : 072100000032

REFERENCE : 932593 5047540

AUTHORIZATION :

COST LIMIT : \$ 78.75

Patricia Project

ORDER DATE : December 14, 2000

ORDER TIME : 4:13 PM

ORDER NO. : 932593-010

CUSTOMER NO: 5047540

CUSTOMER: Ms. Cheryl Prickett
Brightpoint, Inc.
6402 Corporate Drive

800003503018--0

Indianapolis, IN 46278

FOREIGN FILINGS

NAME: BRIGHTPOINT LATIN AMERICA,
INC.

FILED
DEC 15 PM 4:49
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

3/7
12/15

CONTACT PERSON: Janna Wilson -- EXT# 1155

EXAMINER: _____

10-6-97 91 320 0000

SHOULD BE RETURNED TO THE
FILING OFFICE
02/15/01

File 2nd

**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. Brightpoint Latin America, 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. Indiana

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

3. _____

(FEI number, if applicable)

4. September 26, 1997

(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. 6402 Corporate Drive

Indianapolis, Indiana 46278

(Current mailing address)

8. General Business

(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

BRIAN COURTNEY, ASST. V.P.

(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: Robert J. Laikin

Address: 6402 Corporate Drive

Indianapolis, Indiana 46278

Director
Vice Chairman: Phillip A. Bounsall

Address: 6402 Corporate Drive

Indianapolis, Indiana 46278

Director: Steven E. Fivel

Address: 6402 Corporate Drive

Indianapolis, Indiana 46278

Director: J. Mark Howell

Address: 6402 Corporate Drive

Indianapolis, Indiana 46278

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

President: SEE ATTACHED

Address: _____

Vice President: _____

Address: _____

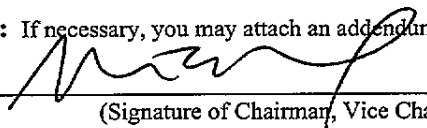
Secretary: _____

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. Steven E. Fivel, Vice President, Secretary & General Counsel
(Typed or printed name and capacity of person signing application)

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**ATTACHMENT TO
APPLICATION BY FOREIGN CORPORATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

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TALLAHASSEE, FLORIDA

Officers:

Robert J. Laikin
6402 Corporate Drive
Indianapolis, Indiana 46278

Chairman of the Board

J. Mark Howell
6402 Corporate Drive
Indianapolis, Indiana 46278

President

Phillip A. Bounsall
6402 Corporate Drive
Indianapolis, Indiana 46278

Vice President, Treasurer & Chief Financial Officer

Steven E. Fivel
6402 Corporate Drive
Indianapolis, Indiana 46278

Vice President, Secretary & General Counsel

STATE OF INDIANA
OFFICE OF THE SECRETARY OF STATE
CERTIFICATE OF EXISTENCE

To Whom These Presents Come, Greeting:

I, SUE ANNE GILROY, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records and the proper office to execute this certificate.

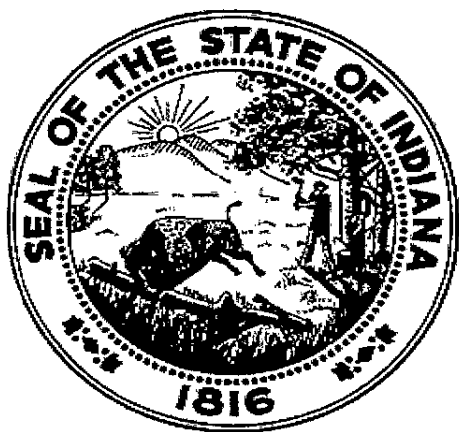
I further certify that records of this office disclose that

BRIGHTPOINT LATIN AMERICA, INC.

duly filed the requisite documents to commence business activities under the laws of the State of Indiana on September 26, 1997, and was in existence or authorized to transact business in the State of Indiana on November 21, 2000.

I further certify this For-Profit Domestic Corporation has filed its most recent report required by Indiana law with the Secretary of State, or is not yet required to file such report, and that no notice of withdrawal, dissolution or expiration has been filed or taken place.

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00 DEC 15 PM 4:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the City of Indianapolis, this Twenty-First day of November, 2000.

Sue Anne Gilroy

SUE ANNE GILROY, Secretary of State

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