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TRANSMITTAL LETTER

To: Registration Section  
Division of Corporations

SUBJECT: QUADRA COMM, INC.  
(Name of corporation - must include suffix)

Dear Sir or Madam:

900003504749--8  
-12/19/00--01009--026  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

ROBERT W. ELLIS  
(Name of Person)

QUADRA COMM, INC.  
(Firm/Company)

8019 N. HIMES AVE., SUITE 310  
(Address)

TAMPA FL 33614  
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

JIM BEEHNER at ( 813 ) 496-9191  
(Name of Person) (Area Code & Daytime Telephone Number)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STREET ADDRESS:

Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

MAILING ADDRESS:

FL DEPT OF STATE  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

mta  
12/21

**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. QUADRA COMM, 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. COLORADO, USA 3. 84-1193941  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. MAR. 13, 1992 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Began organizing Oct., 2000 - No revenue to date - acquiring ca's  
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. a. 8019 NO. HIMES AVE., SUITE 310, TAMPA, FL 33614  
(Principal office address)  
b. same  
(Current mailing address)

8. Operate as HQ & holding company for subs in communications  
(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: R. W. Ellis  
Office Address: 12205 MARBLEHEAD  
TAMPA, FL, Florida 33626  
(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.

[Signature]  
(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 business addresses of officers and/or directors:

A. DIRECTORS

DIRECTOR  
Chairman: R. W. ELLIS

Address: 12205 MARBLEHEAD DR.  
TAMPA, FL

DIRECTOR  
Vice Chairman: RICHARD SURRAN

Address: 9934 E. WOOD DR.  
SCOTTSDALE, AZ 85260

Director: RONALD LAMBRECHT

Address: 610 NINETH STREET, EAST  
KALISPELL, MONTANA 59901

Director: JAMES ABBOTT

Address: 5644 COMMERCE DRIVE  
ORLANDO, FL 32839

B. OFFICERS

President/CEO: R. W. ELLIS

Address: 12205 MARBLEHEAD DR.  
TAMPA, FL 33626

Vice President/COO JOHN T. BAUSKA

Address: 9009 CORPORATE LAKE DR., STE. 150  
TAMPA, FL 33634

Secretary: RON LAMBRECHT

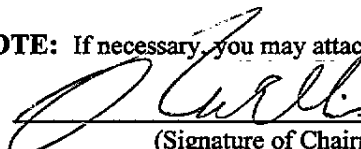
Address: 610 NINTH ST., E.  
KALISPELL, MT 59901

Treasurer: RON LAMBRECHT

Address: SAME

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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. ROBERT W. ELLIS, PRESIDENT  
(Typed or printed name and capacity of person signing application)



# STATE OF COLORADO

## DEPARTMENT OF STATE CERTIFICATE

I, DONETTA DAVIDSON, SECRETARY OF STATE OF THE STATE OF  
COLORADO. HEREBY CERTIFY THAT

ACCORDING TO THE RECORDS OF THIS OFFICE

QUADRACOMM, INC.  
(COLORADO CORPORATION)

FILE # 19921026593 WAS FILED IN THIS OFFICE ON March 13, 1992  
AND HAS COMPLIED WITH THE APPLICABLE PROVISIONS OF THE  
LAWS OF THE STATE OF COLORADO AND ON THIS DATE IS IN GOOD  
STANDING AND AUTHORIZED AND COMPETENT TO TRANSACT BUSINESS  
OR TO CONDUCT ITS AFFAIRS WITHIN THIS STATE.

Dated: December 04, 2000

FILED  
DEC 18 AM 10:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Donetta Davidson*

SECRETARY OF STATE

ORIGINAL