

FOI-000000658 5

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Spediant Systems, Inc.

(Name of corporation - must include suffix)

500003623295--2
-02/01/01--01089--010
*****70.00 *****70.00

Dear Sir or Madam:

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:

Darragh J. Davis

(Name of Person)

The Resolution Law Group, plc

(Firm/Company)

1749 Old Meadow Road, Suite 300

(Address)

McLean, VA 22102

(City/State and Zip code)

For further information concerning this matter, please call:

Barbara Jacob

(Name of Person)

at (703) 801-0040

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

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

MAILING ADDRESS:

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 FEB -1 AM 2:19

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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

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. Spediant Systems, 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 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 7/20/98 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification
(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. 1750 Tysons Boulevard, Suite 400, McLean, VA 22102
(Principal office address)
Same as above
(Current mailing address)

8. Sales and services of telecommunications networking equipment.
(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: CT Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
(City) (Zip code)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

SEE ATTACHMENT

(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

Chairman: Izhak Tamir

Address: 38 Nahalat Yitzhak Street

Tel Aviv, Israel 67844

Vice Chairman: _____

Address: _____

Director: Amit Kazzaz

Address: 38 Nahalat Yitzhak Street

Tel Aviv, Israel 67844

Director: Lawrence Keith

Address: 1750 Tysons Boulevard, Suite 400

McLean, VA 22102

B. OFFICERS

President: Lawrence Keith

Address: 1750 Tysons Boulevard, Suite 400

McLean, VA 22102

~~Vice President~~ Asst. Secretary Darragh J. Davis

Address: 1749 Old Meadow Road, Suite 300

McLean, VA 22102


Secretary: Richard Belcher

Address: 1750 Tysons Boulevard, Suite 400, McLean, VA 22102

Treasurer: Lawrence Keith

Address: 1750 Tysons Boulevard, Suite 400, McLean, VA 22102

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. Lawrence Keith, President/Director
(Typed or printed name and capacity of person signing application)

FILED
00 FEB - 1 AM 2: 19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CT Corporation System
1200 South Pine Island Road
Plantation, FL 33324**

Having been named as registered agent and to accept service of process for Spediant Systems, Inc., at the place designated in the attached Application By Foreign Corporation for Authorization to Transact Business in Florida, 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.

Dated: 12/22/00

CT Corporation System



**By: Hillary A. England
Assistant Secretary**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 FEB - 1 AM 2:19

FILED

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SPEDIANT SYSTEMS, 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 FOURTEENTH DAY OF DECEMBER, 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.

FILED
00 FEB - 1 AM 2:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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Handwritten signature of Edward J. Freel in cursive.

Edward J. Freel, Secretary of State

AUTHENTICATION: 0855521

DATE: 12-14-00