

CCRS
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 323
222-1173

FILING COVER SHEET
ACCT. #FCA-14

F01000001927

CONTACT: CINDY HICKS

DATE: 3-30-01

REF. #: 0631.15065

CORP. NAME: VODICO LIMITED, INC

- | | | |
|---|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input checked="" type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | <input type="checkbox"/> UCC-1 | <input type="checkbox"/> UCC-3 |
| <input type="checkbox"/> OTHER: _____ | | |

STATE FEES PREPAID WITH CHECK# 91 FOR \$ 78.75
10515 8.75
AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED: 87.50

COST LIMIT: \$ _____

PLEASE RETURN:

- | | | |
|--|--|---|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input checked="" type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials

32 4/10/01

700003931277--5
-03/30/01--01002--018
*****78.75 *****78.75

700003931277--5
-03/30/01--01002--018
*****8.75 *****8.75

FILED
01 MAR 30 AM 11:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5

RECEIVED
01 MAR 30 AM 10:53
DIVISION OF CORPORATION

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Vodico Limited

(Name of corporation - must include suffix)

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:

Mark S. Vecchio

(Name of Person)

Heller Ehrman White & McAuliffe

(Firm/Company)

711 Fifth Avenue, 5th Floor

(Address)

New York, New York 10022

(City/State/Zip)

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

Mark S. Vecchio

(Name of Person)

at (212) 906-8719

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- | | | | |
|---|--|---|---|
| <input type="checkbox"/> \$70.00 Filing Fee | <input type="checkbox"/> \$78.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee &
Certified Copy | <input type="checkbox"/> \$87.50 Filing Fee,
Certificate of Status &
Certified Copy |
|---|--|---|---|

01 MAR 30
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TALLAHASSEE, FLORIDA
AM 11:32

**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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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

1. Vodico Limited, 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. _____
(FEI number, if applicable)
4. March 13, 2001
(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. 2204 Montebello Drive, Boca Raton, FL 33433
(Current mailing address)

8. The company will engage in commercial and industrial activities and will render services to third parties in a variety of sectors and industries, including without limitation, the telecommunication industry.
(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: NRAI Services, Inc.

Office Address: 526 East Park Avenue

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.

NRAI Services, Inc.

[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 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: Director: Anthony Georgiou

Address: Vodico Limited, 2204⁴ Montebello Drive, Boca Raton, FL 33433

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MAY 30 11:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Vice Chairman: Director: Richard Krants

Address: Vodico Limited, 2204⁴ Montebello Drive, Boca Raton, FL 33433

Director: Eric Fixler

Address: Vodico Limited, 2204⁴ Montebello Drive, Boca Raton, FL 33433

Director: Eli Hertz

Address: Vodico Limited, 2204⁴ Montebello Drive, Boca Raton, FL 33433

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

President: & Chief Exec. Officer: Eric Fixler

Address: Vodico Limited, 2204⁴ Montebello Drive, Boca Raton, FL 33433

Vice President:

Address:

Secretary: and Chief Technology Officer: Eli Hertz

Address: Vodico Limited, 2204⁴ Montebello Drive, Boca Raton, FL 33433

Treasurer:

Address:

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

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

14. Eric Fixler, President and Chief Executive Officer
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VODICO LIMITED" 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-SECOND DAY OF MARCH, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "VODICO LIMITED" WAS INCORPORATED ON THE THIRTEENTH DAY OF MARCH, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED
MAR 29 AM 11:32
SECRETARY OF STATE
DELAWARE



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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1038461

DATE: 03-22-01