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FOI 0000001975

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Nuera Communications California, Inc.
(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:

Michael Rinehart, Secretary

(Name of Person)

Nuera Communications California, Inc.

(Firm/Company)

10445 Pacific Center Court

(Address)

San Diego, CA 92121

(City/State and Zip code)

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*****78.75 *****78.75

W01-4626

For further information concerning this matter, please call:

Michael Rinehart

(Name of Person)

at (858) 625-2400

(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

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CLERK OF STATE
TALLAHASSEE, FLORIDA

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

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April 2, 2001

Mr. Michael Mays
Document Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Reference: Nuera Communications California, Inc
Request for Relief of Penalty
Ref. Number: W01000004626

Dear Mr. Mays:

We are responding to your February 28, 2001 letter regarding the application and payment sent by Nuera Communications California, Inc. ("Nuera") to qualify to do business in the State of Florida. In your letter, you assert a penalty, in the amount of \$5,765.00 for transacting business in Florida prior to qualification.

We respectfully request relief of the penalty referred to above. The application Nuera submitted to your department indicated, on line 6, that it first transacted business in Florida on May 30, 1996. Further review of our operations and the applicable code sections indicates this date is incorrect.

Nuera does not transact business within the meaning of Section 607.1501(2) (f). That section provides that activities do not constitute transacting business include "Soliciting or obtaining orders, whether by mail or through employees, agents or otherwise, if the orders require acceptance outside this state before they become contracts." Nuera's activities in Florida are limited to solicitation of orders only by sales representatives. All orders require approval and acceptance at its headquarters offices in California. Additionally, all orders are shipped via common carrier from inventory located in California.

Accordingly, Nuera is not "transacting business" in Florida as defined in Section 607.1501 and is therefore not required to receive a certificate of authority. We are currently doing so on a voluntary basis.

If you have any questions or wish to discuss this matter further, please contact me at (858) 824-4065.

Sincerely,

Michael Rinehart
Chief Financial Officer



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 28, 2001

MICHAEL RINEHART
10445 PACIFIC CENTER COURT
SAN DIEGO, CA 92121

SUBJECT: NUERA COMMUNICATIONS CALIFORNIA, INC.
Ref. Number: W01000004626

We have received your document for NUERA COMMUNICATIONS CALIFORNIA, INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$5765.00.

Enclosed please find a copy of section 607.1501, 617.1501, or 608.502, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a notarized affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501, 617.1501 or 608.502, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 301A00012558

**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. Nuera Communications California, 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. 94-3246026

(FEI number, if applicable)

4. 5/30/1996

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. 5/30/1996

(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. 10445 Pacific Center Court, San Diego, CA 92121

(Principal office address)

10445 Pacific Center Court, San Diego, CA 92121

(Current mailing address)

8. sale of telecommunications 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, FL 33324

(City)

Florida

(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.

Scot Ferraro

Scot Ferraro
Assistant Secretary

(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

See attached

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

See attached

President: _____

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. Michael Pinehart

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

14. Michael Pinehart, Secretary

(Typed or printed name and capacity of person signing application)

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REG. SEC. DIV.
TALLAHASSEE, FLORIDA

**NUERA COMMUNICATIONS CALIFORNIA, INC.
BOARD OF DIRECTORS**

Robert Wadsworth	Chairman of the Board	10445 Pacific Center Court, San Diego, CA 92121
Neal Dempsey	Director	10445 Pacific Center Court, San Diego, CA 92121
William Ingram	Director	10445 Pacific Center Court, San Diego, CA 92121
Thomas Kelly	Director	10445 Pacific Center Court, San Diego, CA 92121
Gregorio Reyes	Director	10445 Pacific Center Court, San Diego, CA 92121

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SECURITY STATE
TALLER DE LEMMA

**NUERA COMMUNICATIONS CALIFORNIA, INC.
OFFICERS**

William Ingram
Michael Rinehart

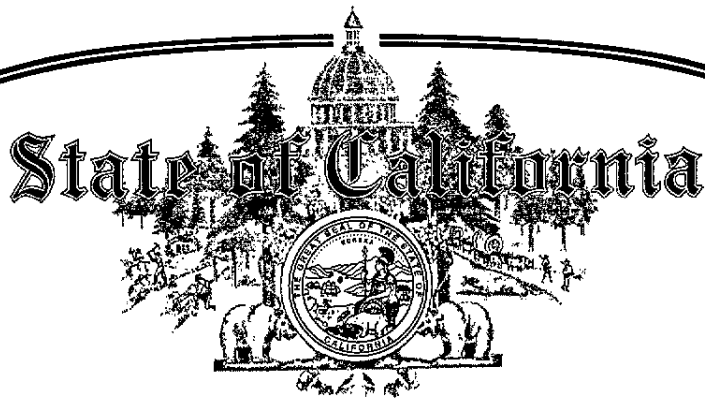
President
Secretary

10445 Pacific Center Court, San Diego, CA 92121
10445 Pacific Center Court, San Diego, CA 92121

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SECRET
TALLAHASSEE



**SECRETARY OF STATE
CERTIFICATE OF STATUS
DOMESTIC CORPORATION**

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the **30th day of May, 1996**, **NUERA COMMUNICATIONS CALIFORNIA, INC.** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal
of the State of California this day
of February 1, 2001.



Bill Jones
BILL JONES
Secretary of State

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