



F01000005679

ACCOUNT NO. : 072100000032

REFERENCE : 251749 4341165

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED
01 OCT 31 PM 1:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : October 30, 2001

ORDER TIME : 10:51 AM

ORDER NO. : 251749-020

CUSTOMER NO: 4341165

CUSTOMER: Mr. Howard Ecklund
Vocollect, Inc.
701 Rodi Road

Pittsburgh, PA 15235

RECEIVED
01 OCT 31 PM 12:55
DEPARTMENT OF STATE
DIVISION OF REGISTRATION
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

BK

NAME: VOCOLLECT, INC.

XXXX QUALIFICATION (TYPE: CO)

600004660896--8
-10/31/01--01036--014
*****70.00 *****70.00

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull -- EXT# 1115

EXAMINER: _____

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

FILED
01 09 31 PM 11:48
TALLAHASSEE, FLORIDA

1. Vocollect, 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. Pennsylvania
(State or country under the law of which it is incorporated)
3. 25-1554121
(FEI number, if applicable)
4. July 27, 1987
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. May 2001
(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. 701 Rodi Road, Suite 200, Pittsburgh, PA 15235
(Principal office address)
701 Rodi Road, Suite 200, Pittsburgh, PA 15235
(Current mailing address)
8. Sale of voice data collection 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: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida 32301
(City) (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

Laura R. Dunlap
(Registered agent's signature)

Laura R. Dunlap
as its agent

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.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

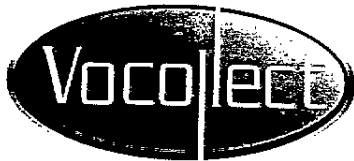
Treasurer: _____

Address: _____

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

13. Howard B. Eklund
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

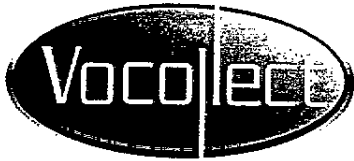
14. Howard B. Eklund, Controller
(Typed or printed name and capacity of person signing application)



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TALLAHASSEE, FLORIDA
VOICE POWERED
SOLUTIONS FOR BUSINESS

OFFICERS

1. Roger G. Byford, President
612 Monroe Court
Apollo, PA 15613
2. Michael J. Gabrin, Vice President – Product Development
7004 Lyons View Court
Murrysville, PA 15668
3. Vaughn R. Dempster, Vice-President and CFO
123 Beaver Slide Drive
Drums, PA 18222
4. Lawrence R. Sweeney, Vice President of Marketing
6806 Kevin Drive
Bethel Park, PA 15102
5. Howard B. Eklund, Controller
29 Thorncrest Drive
Pittsburgh, PA 15235
6. Michael Davis, Vice President – Manufacturing Operations
117 Victoria Drive
White Oak, PA 15131



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TALLAHASSEE, FLORIDA

Board Members

1. Roger G. Byford, President (412) 349-2455
Vocollect, Inc.
701 Rodi Road
Pittsburgh, PA 15235
2. Sidney Knafel (917) 286-2343
SRK Management Company
810 Seventh Avenue
New York, NY 10019
3. Michael Donoghue (215) 732-0319
Spring Capital Partners
The Bellevue, Eighth Floor
200 South Broad Street
Philadelphia, PA 19102
4. Charles O. Wood III (617) 864-1420
Wood Investment Partners
One Brattle Square
Cambridge, MA 02138

COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

OCTOBER 03, 2001

TO ALL WHOM THESE PRESENTS SHALL COME. GREETING:

I DO HEREBY CERTIFY THAT,

VOCOLLECT, INC.

is duly incorporated under the laws of the Commonwealth of Pennsylvania
and remains a subsisting corporation so far as the records of this office
show, as of the date herein.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and caused
the Seal of the Secretary's
Office to be affixed, the day
and year above written.

Kim Ditzinger
Secretary of the Commonwealth

DPOS

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