



# F02000002325

ACCOUNT NO. : 072100000032

REFERENCE : 557915 7206516

AUTHORIZATION : *Patricia Pizutto*

COST LIMIT : \$ 70.00

ORDER DATE : April 30, 2002

ORDER TIME : 10:19 AM

ORDER NO. : 557915-005

CUSTOMER NO: 7206516

CUSTOMER: Ms. Deborah Viena  
Gores Technology Group  
10877 Wilshire Boulevard  
Suite 1805  
Los Angeles, CA 90024

RECEIVED  
02 MAY -9 PM 12:52  
DEPARTMENT OF STATE  
DIVISION OF CONSULAR AFFAIRS  
TALLAHASSEE, FLORIDA

## FOREIGN FILINGS

NAME: QUORTECH GLOBAL SOLUTIONS,  
INC.

300005501023--2

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

BK

CONTACT PERSON: Sara Lea -- EXT# 1114

EXAMINER: \_\_\_\_\_

FILED  
02 MAY -9 PM 4:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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. QuorTech Global Solutions, 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. 01-0565715

(FEI number, if applicable)

4. December 11, 2001

(Date of incorporation)

5. perpetual

(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. 10877 Wilshire Boulevard, Suite 1805, Los Angeles, CA 90024

(Principal office address)

10877 Wilshire Boulevard, Suite 1805, Los Angeles, CA 90024

(Current mailing address)

Telecommunications

8. \_\_\_\_\_  
(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

(City)

, 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.*

Corporation Service Company

*Rosie Hall*  
(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.

02 JAN 19 11 17  
FILED  
DEPT. OF STATE  
TALLAHASSEE, FLORIDA

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: \_\_\_\_\_

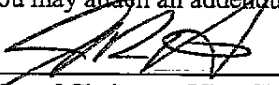
Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

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

14. Eric R. Hattler, Vice President and Secretary  
(Typed or printed name and capacity of person signing application)

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02 MAY -9 PM 4:17  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

**RIDER**

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

FILED  
MAY -9 PM 4:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**A. DIRECTORS**

Chairman and Director: Alec E. Gores  
Address: 10877 Wilshire Boulevard, Suite 1805, Los Angeles, California 90024

Vice Chairman: Vance W. Diggins  
Address: 6260 Lookout Road, Boulder, Colorado 80301

Vice Chairman: James R. Bailey  
Address: 6260 Lookout Road, Boulder, Colorado 80301

**B. OFFICERS**

Chief Executive Officer and President: James B. MacKenzie  
Address: 777 10<sup>th</sup> Street NE, Calgary, Alberta, T2E 8X2, Canada

Vice President and Assistant Secretary: Catherine B. Scanlon  
Address: 6260 Lookout Road, Boulder, Colorado 80301

Vice President: Kevin B. Smith  
Address: 6260 Lookout Road, Boulder, Colorado 80301

Vice President: David M. McGovern  
Address: 10877 Wilshire Boulevard, Suite 1805, Los Angeles, California 90024

Chief Financial Officer: Lori Ell  
Address: 777 10<sup>th</sup> Street NE, Calgary, Alberta, T2E 8X2, Canada

Vice President and Secretary: Eric R. Hattler  
Address: 10877 Wilshire Boulevard, Suite 1805, Los Angeles, California 90024

# Delaware

*The First State*

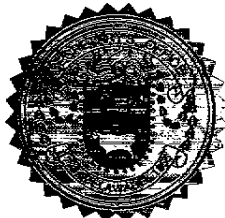
PAGE 1

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02 MAY -9 PM 4:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "QUORTECH GLOBAL SOLUTIONS, 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 FIRST DAY OF MAY, A.D. 2002.

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.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

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020276574

AUTHENTICATION: 1752431

DATE: 05-01-02