

F02000006282

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Tier II Technologies, 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:

Jeannette Bass

(Name of Person)

500007944415--9
-03/23/02--01046--006
*****78.75 *****78.75

Tier II Technologies, Inc

(Firm/Company)

P.O. Box 38706

(Address)

Charlotte, NC 28278

(City/State and Zip code)

500007944415
12/13/02--01034--026 **1150.00

For further information concerning this matter, please call:

Jeannette Bass

(Name of Person)

at (704) 401-5262

(Area Code & Daytime Telephone Number)

W02-27819

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

[AL]

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



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

September 25, 2002

JEANNETTE BASS
P.O. BOX 38706
CHARLOTTE, NC 28278

SUBJECT: TIER II TECHNOLOGIES, INC.
Ref. Number: W02000027819

FILED
02 DEC 17 PM 12:04
TALLAHASSEE, FLORIDA
STATE

We have received your document for TIER II TECHNOLOGIES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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 \$1150.00.

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.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6094.

Agnes Lunt
Document Specialist

Letter Number: 302A00054395

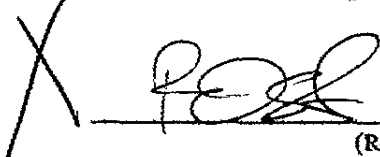
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

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. Tier II Technologies, 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. 56-2217992
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. November 8, 2000 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. December 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. 11829 Withers Mill Drive, Charlotte, NC 28278
(Principal office address)
P.O. Box 38706, Charlotte, NC 28278
(Current mailing address)
8. Provide professional services to the Telecommunications 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: Business Filings, Inc.
Office Address: 1000 West Avenue #1114
Miami Beach, Florida 33133
(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.



(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: Anthony M. DiFiore
Address: 11829 Withers Mill Drive
Charlotte, NC 28278
Vice Chairman: Bobby R. Payne
Address: 5039 Browns Rd
Powder Springs, GA 30127
Director: Jeannette Bass
Address: 9121 Swallowtail Ln
Charlotte, NC 28269
Director: _____
Address: _____

FILED
02 DEC 17 PM 12:04
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

B. OFFICERS

President: Anthony M. DiFiore
Address: 11829 Withers Mill Dr
Charlotte, NC 28278
Vice President: Bobby R. Payne
Address: 5039 Browns Rd
Powder Springs, GA 30127
Secretary: Jeannette Bass
Address: 9121 Swallowtail Ln, Charlotte, NC 28269
Treasurer: Anthony M. DiFiore
Address: "See above"

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

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

14. Jeannette Bass
(Typed or printed name and capacity of person signing application)

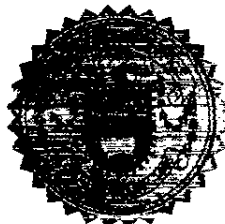
Delaware

The First State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TIER II TECHNOLOGIES, 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 FOURTH DAY OF JUNE, A 2002.

FILED
02 DEC 17 PM 12:04
STATE
DELAWARE



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3318542 8300

AUTHENTICATION: 1811759

020343379

DATE: 06-04-02