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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032
REFERENCE : 915102 3500240
AUTHORIZATION : *Patricia Pigato*
COST LIMIT : \$ 70.00

ORDER DATE : January 31, 2003
ORDER TIME : 11:0 AM
ORDER NO. : 915102-010
CUSTOMER NO: 3500240
CUSTOMER: Siobhan Smith, Legal Asst
Steptoe & Johnson LLP
1330 Connecticut Avenue, N.W.
Washington, DC 20036

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FOREIGN FILINGS

NAME: STRATOS MOBILE NETWORKS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Haddan -- EXT# 1155

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.*

1. Stratos Mobile Networks, 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. 95-4309961
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. February 9, 1990 5. Perpetual
(Date of incorporation) (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. 6901 Rockledge Dr. Ste. 900, Bethesda, MD 20817
(Principal office address)

6901 Rockledge Dr. Ste. 900, Bethesda, MD 20817
(Current mailing address)

8. Telecommunications services, and to engage in any other lawful activity.
(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

(Registered agent's signature)

And R. Snelling

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: _____

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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. Paul M. Kugelman, Assistant Corporate Secretary

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

RIDER

Stratos Mobile Networks, Inc.

Directors & Officers

Mailing Address:
c/o Stratos Mobile Networks, Inc.
6901 Rockledge Drive
Suite 900
Bethesda, Maryland 20817

Carmen L. Lloyd	Director, President
Richard P. Halka	Director, Vice President and Treasurer
David J. Oake	Director, Vice President
James J. Parm	Director, Vice President
John D. Prentice	Vice President and Secretary
John M. Mackey	Vice President
Robert J. Roe	Vice President
Paula M. Sturge	Vice President
Roger Butt	Assistant Treasurer
Sharon E. Sparkes	Comptroller
Walter Dicks	Assistant Comptroller
Paul M. Kugelman	Assistant Secretary

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Delaware

PAGE 1

The First State

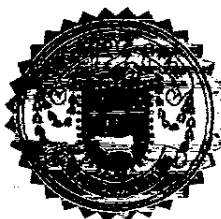
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "STRATOS MOBILE NETWORKS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTY-FIRST DAY OF JANUARY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "STRATOS MOBILE NETWORKS, INC." WAS INCORPORATED ON THE NINTH DAY OF FEBRUARY, A.D. 1990.

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2236831

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DATE: 01-31-03