

# F03000002132

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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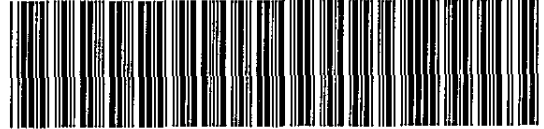
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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RECEIVED  
03 APR 29 AM 11:18  
DIVISION OF CORPORATION

FILED  
03 APR 29 PM 1:20  
STATE  
TALLAHASSEE, FLORIDA

**CT CORPORATION SYSTEM**

April 29, 2003

FILED  
03 APR 29 PM 1:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Secretary of State, Florida  
409 East Gaines Street  
Tallahassee FL 32399

Re: Order #: 5833733 SO  
Customer Reference 1:  
Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

Tollgrade Communications, Inc. (PA)  
Qualification  
Florida

Please return a good standing certificate and a certified copy along with regular evidence.

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at  
(850) 222-1092. Thank you very much for your help.

Sincerely,

Jeffrey J Netherton  
Sr. Fulfillment Specialist  
Jeff\_Netherton@cch-lis.com

660 East Jefferson Street  
Tallahassee, FL 32301  
Tel. 850 222 1092  
Fax 850 222 7615

**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.

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STATE  
FLORIDA

1. Tollgrade Communications, 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 3. 25-1537134  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. October 24, 1986 5. perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. February 13, 2003  
(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. 493 Nixon Road, Cheswick, PA 15024  
(Principal office address)  
493 Nixon Road, Cheswick, PA 15024  
(Current mailing address)
8. To do all lawful things for which corporations can be formed  
(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, Florida 33324  
(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.*

*Graham B. B. B.*  
(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: See list of Directors attached hereto as Exhibit A

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

Vice Chairman: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

**B. OFFICERS**

President: See list of Officers attached hereto as Exhibit B

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

Vice President: \_\_\_\_\_

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

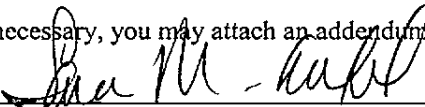
Secretary: \_\_\_\_\_

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. Sara M. Antol, General Counsel and Secretary  
(Typed or printed name and capacity of person signing application)

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Exhibit A  
STATE  
TALLAHASSEE, FLORIDA

**Item 12(A)**

**Directors**

Chairman: Christian L. Allison  
Address: Tollgrade Communications, Inc.  
493 Nixon Road  
Cheswick, PA 15024

Director: James J. Barnes, Esq.  
Address: Reed Smith LLP  
435 Sixth Avenue  
Pittsburgh, PA 15219

Director: Daniel P. Barry  
Address: 18210 Moonlight Mesa Road  
Wickenburg, AZ 85390-2471

Director: David S. Egan  
Address: Reed Smith LLP  
435 Sixth Avenue  
Pittsburgh, PA 15219

Director: Robert Kampmeinert  
Address: Parker/Hunter Incorporated  
600 Grant Street  
Pittsburgh, PA 15219

Director: Brian C. Mullins  
Address: 5421 Kipling Road  
Pittsburgh, PA 15217

**Exhibit B**

**Item 12(B)**

**Officers**

Chief Executive Officer:  
Address:

Christian L. Allison  
Tollgrade Communications, Inc.  
493 Nixon Road  
Cheswick, PA 15024

President:  
Address:

Mark B. Peterson  
Tollgrade Communications, Inc.  
493 Nixon Road  
Cheswick, PA 15024

Secretary and General Counsel:  
Address:

Sara M. Antol  
Tollgrade Communications, Inc.  
493 Nixon Road  
Cheswick, PA 15024

Chief Financial Officer and Treasurer:  
Address:

Samuel C. Knoch  
Tollgrade Communications, Inc.  
493 Nixon Road  
Cheswick, PA 15024

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TALLAHASSEE, FLORIDA

COMMONWEALTH OF PENNSYLVANIA  
DEPARTMENT OF STATE

April 23, 2003

FILED  
03 APR 29 PM 1:20  
STATE  
TALLAHASSEE, FLORIDA

TO ALL WHOM THESE PRESENTS SHALL COME , GREETING :

I DO HEREBY CERTIFY THAT,

**TOLLGRADE COMMUNICATIONS, INC.**

is duly incorporated under the laws of the Commonwealth of Pennsylvania and remains subsisting 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.

*Pedro A. Cortes*  
ACTING  
Secretary of the Commonwealth

dboyer