

F03000002142

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

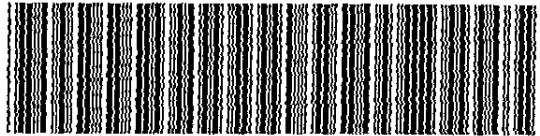
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



200019185702

05/28/03--01007--008 **43.75

FILED
03 MAY 28 AM 10:31
SECRETARY OF STATE
FALLS CHURCH, VA

NC
T. Lewis 6/3/03

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Advantage Telecom, Inc. dba ADV Telecom, Inc.
(Name of corporation)

DOCUMENT NUMBER: F03000002142

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Barbara H. Vonderheid
(Name of person)

Motion Telecom, Inc.
(Name of firm/company)

7101 South Fulton Street, Suite 200
(Address)

Englewood, CO 80112
(City/state and zip code)

For further information concerning this matter, please call:

Barbara H. Vonderheid at (303) 784-5300
(Name of person) (Area code & daytime telephone number)

Enclosed is a check for the following amount:

- | | | | |
|---|--|--|---|
| <input type="checkbox"/> \$35.00 Filing Fee | <input checked="" type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input type="checkbox"/> \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed) |
|---|--|--|---|

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F03000002142


(Document number of corporation (if known))

FILED
03 MAY 28 AM 10:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Advantage Telecom, Inc. , dba ADV Telecom, Inc.
(Name of corporation as it appears on the records of the Department of State)
2. Colorado 3. April 29, 2003
(Incorporated under laws of) (Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? upon filing
5. Motion Telecom, Inc.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)
6. If the amendment changes the period of duration, indicate new period of duration.
NA
(New duration)
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
NA
(New jurisdiction)


(Signature of the chairman or vice chairman of the board, president, or any officer, or if the corporation is in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary)

Mark Gritz
(Typed or printed name)

May 22, 2003

(Date)

President
(Title)



STATE OF COLORADO

DEPARTMENT OF STATE CERTIFICATE

I, DONETTA DAVIDSON, Secretary of State of the State of Colorado,
hereby certify that, according to the records of this office,

MOTION TELECOM, INC.
(Colorado CORPORATION)
File # 20031105665

was filed in this office on April 3, 2003 and has complied with the applicable provisions
of the laws of the State of Colorado and on this date is in good standing and authorized and
competent to transact business or to conduct its affairs within this state.

Dated: May 19, 2003

For Validation:

Certificate ID: **665961**

To validate this certificate, visit the following
web site, enter this certificate ID, then follow the
instructions displayed.

www.sos.state.co.us/ValidateCertificate



SECRETARY OF STATE

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION (PROFIT)**

Form 205 Revised July 1, 2002

Filing fee: \$25.00

Deliver to: Colorado Secretary of State
Business Division

1560 Broadway, Suite 200
Denver, CO 80202-5169

This document must be typed or machine printed

Copies of filed documents may be obtained at www.sos.state.co.us

FILED
DONETTA DAVIDSON
COLORADO SECRETARY OF STATE

20031162891 C
\$ 75.00

SECRETARY OF STATE
05-20-2003 08:31:30

Pursuant to § 7-110-106, Colorado Revised Statutes (C.R.S.), the individual named below causes these Articles of Amendment to its Articles of Incorporation to be delivered to the Colorado Secretary of State for filing, and states as follows:

1. The name of the corporation is: Advantage Telecom, Inc.
(If changing the name of the corporation, indicate name of corporation BEFORE the name change)
2. The date the following amendment(s) to the Articles of Incorporation was adopted: _____
3. The text of each amendment adopted (include attachment if additional space needed): The Articles of Incorporation of the Corporation are hereby amended to provide that the name of the Corporation shall be changed to Motion Telecom, Inc., and that the name Motion Telecom, Inc. is hereby adopted for use in all the fifty United States for all purposes.
4. If changing the corporation name, the new name of the corporation is: _____
Motion Telecom, Inc.
5. If providing for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: _____
6. Indicate manner in which amendment(s) was adopted (mark only one):
____ No shares have been issued or Directors elected – Adopted by Incorporator(s)
____ No shares have been issued but Directors have been elected – Adopted by the board of directors
____ Shares have been issued but shareholder action was not required – Adopted by the board of directors
X The number of votes cast for the amendment(s) by each voting group entitled to vote separately on the amendment(s) was sufficient for approval by that voting group – Adopted by the shareholders
7. Effective date (if not to be effective upon filing) Upon Filing (Not to exceed 90 days)
8. The (a) name or names, and (b) mailing address or addresses, of any one or more of the individuals who cause this document to be delivered for filing, and to whom the Secretary of State may deliver notice if filing of this document is refused, are: _____
Barbara Vonderheid, Chief Legal Officer / General Counsel

OPTIONAL. The electronic mail and/or Internet address for this entity is/are: e-mail: bvonderheid@awipcs.com Web site: awipcs.com

The Colorado Secretary of State may contact the following authorized person regarding this document:
name Barbara Vonderheid address 7101 South Fulton Street Suite 200, Englewood, CO 80112

voice 303-784-5300 fax 303-784-5324 e-mail bvonderheid@awipcs.com

**WAIVER OF NOTICE OF MEETING AND
UNANIMOUS CONSENT IN LIEU OF MEETING OF
SHAREHOLDERS OF ADVANTAGE TELECOM, INC.**

The sole Shareholder of Advantage Telecom, Inc. (the "Corporation") hereby waives notice of meeting and votes 100% of its shares in favor of the following Amendment to the Articles of Incorporation:

"The Articles of Incorporation of the Corporation are hereby amended to provide that the name of the Corporation shall be changed to Motion Telecom, Inc., and that the name Motion Telecom, Inc. is hereby adopted for use in the all of the fifty United States for all purposes and internationally."

The officers of the Corporation are authorized and directed to take all steps that they deem necessary and appropriate to qualify the Corporation to do business within the states of the United States under the name of Motion Telecom, Inc. and to carry out all business in the United States and internationally under the name Motion Telecom, Inc.

Dated this 20 day of May, 2003

By: Advantage Advisory Service, Inc., its
Sole Shareholder

By: 

Victor Mitchell
CEO & Secretary

