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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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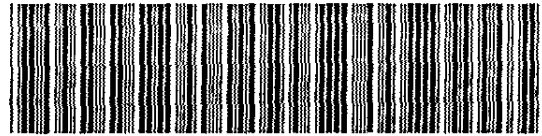
(Business Entity Name)

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APPROVED
AND
FILED
06 MAY -7 PM 10:13
SECRETARY OF STATE
-01/ANASSEL

JB
5-14-04

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: National LambdaRail, Inc.
(Name of Corporation – must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Gloria Phillips
(Name of Person)

Davis Wright Tremaine LLP
(Firm/Company)

1501 Fourth Avenue
(Address)

Seattle, WA 98101
(City/State and Zip Code)

For further information concerning this matter, please call:

Gloria Phillips at (206) 628-7550
(Name of Person) (Area Code & Daytime Telephone Number)

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

Enclosed is a check for the following amount:

- | | | | |
|--|--|---|---|
| <input checked="" type="checkbox"/> \$70.00 Filing Fee | <input type="checkbox"/> \$78.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee &
Certified Copy | <input type="checkbox"/> \$87.50 Filing Fee,
Certificate of Status &
Certified Copy |
|--|--|---|---|

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MAY - 7 PM 12:43
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO
CONDUCT ITS AFFAIRS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN
THE STATE OF FLORIDA:*

1. NATIONAL LAMBDA RAIL, INC.

(Name of corporation: must include the word "INCORPORATED" or "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. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)

2. Delaware

(State or country under the law of which it is incorporated)

3. 37-1470984

(FEI number, if applicable)

4. May 5, 2003

(Date of Incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. July 1, 2004

(Date corporation first conducted Affairs in Florida - See sections 617.1501, 617.1502, and 817.155, F.S.)

7. Mr. Thomas West, National LambdaRail, Inc., 5757 Plaza Drive, Suite 205, Cypress, California 90630

(Principal office address)

Same as above

(Current mailing address)

8. SEE ATTACHED SHEET

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: C T Corporation System

Office Address: c/o C T Corporation System
1200 South Pine Island Road

Plantation

(City)

Florida

33324

(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.

C T Corporation System

By: 

PETER F. SOUZA
ASSISTANT SECRETARY

(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.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: PLEASE SEE ATTACHMENT "A"

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS

President: PLEASE SEE ATTACHMENT '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.

Thomas West, President

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

Names, addresses and titles of directors.

<u>Name and Address</u>	<u>Title</u>
Erving Blythe Virginia Tech Foundation 1700 Kraft Drive, Suite 2000 Blacksburg, VA 24061	Class A Director
Larry Conrad Assistant Vice President and CIO, Tech Integration Florida State University 6102 University Center, MS 2620 Tallahassee, FL 32306	Class A Director
Tracy Futhey VP, Information Technology and CIO Duke University 01 Allen Building Box 9009 Durham, NC 27708	Class A Director, Chair of the Board
Ronald Johnson Vice President, Computer & Communications University of Washington Vice Provost, Provost's Office 240 Gerberding Hall Seattle, WA 98195	Class B Director
Douglas Van Houweling President and Chief Executive Officer University Corporation for Advanced Internet Development 3025 Boardwalk, Suite 200 Ann Arbor, MI 48108	Class A Director
John Silvester Vice-Provost for Scholarly Technology University of Southern California University Park, MC 2571 Los Angeles, CA 90089-2571	Class A Director

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<u>Name and Address</u>	<u>Title</u>
Ron Hutchins Georgia Tech Research Corporation 505 Tenth Street Atlanta, GA 30332	Class A Director
Steve Corbato University Corporation for Advanced Internet Development 3025 Boardwalk, Suite 200 Ann Arbor, MI 48108	Class A Director
Gregory A. Jackson Vice President and Chief Information Officer University of Chicago 5801 South Ellis Avenue, #605 Chicago, IL 60637	Class A Director
Paul Barford Assistant Professor, Computer Sciences and Statistics University of Wisconsin 1210 W Dayton Street Madison, Wisconsin 53706	Director
Daniel J. Blumenthal Professor, Department of Electrical and Computer Engineering Associate Director, Center for Multidisciplinary Optical Switching Technology (MOST) University of California, Santa Barbara Santa Barbara, California 93106	Director

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SECRETARY OF S. AIE
CLERK/ASST. CLERK

APPROVED
AND
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Names, addresses and titles of officers.

Name and Address

Title

Thomas W. West
National LambdaRail, Inc.
5757 Plaza Drive, Suite 205
Cypress, CA 90630

President / Chief Executive Officer

Steve Corbato
University Corporation for Advanced
Internet Development
3025 Boardwalk, Suite 200
Ann Arbor, MI 48108

Treasurer / Secretary

04 MAY - 7 PM 12:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

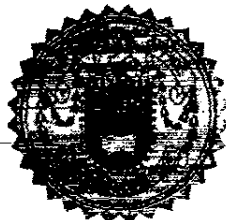
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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NATIONAL LAMBDARAIL, 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 APRIL, A.D. 2004.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3654558 8300

AUTHENTICATION: 3026782

040206150

DATE: 04-01-04