

# F06000006315

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## FOREIGN PROFIT/NONPROFIT CORPORATION

Vonage America Inc.

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

SECRETARY OF STATE  
TALLAHASSEE, 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. Vonage America Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"  
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

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

3. 20-2758841

(FEI number, if applicable)

4. 04/29/2005

(Date of incorporation)

5. Perpetual

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

6. 12/01/2006

(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. Vonage America Inc., 23 Main Street, Holmdel, NJ 07733

(Principal office address)

same

(Current mailing address)

8. providing VOIP to customers

(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 NOT acceptable)

Name: CT Corporation System

Office Address: 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.*

CT Corporation System

By: [Signature]

(Registered agent's signature)

**Arlene Bernal**  
**Assistant Secretary**

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:

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**A. DIRECTORS SEE ATTACHMENT**

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

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

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

Address: \_\_\_\_\_  
\_\_\_\_\_Director: Sharon A. O'LearyAddress: Vonage America Inc., 23 Main StreetHolmdel, NJ 07733Director: Michael TriboletAddress: Vonage America Inc., 23 Main StreetHolmdel, NJ 07733**B. OFFICERS SEE ATTACHMENT**President: Michael TriboletAddress: Vonage America Inc., 23 Main StreetHolmdel, NJ 07733

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

Address: \_\_\_\_\_  
\_\_\_\_\_Secretary: Sharon A. O'LearyAddress: Vonage America Inc., 23 Main Street, Holmdel, NJ 07733Treasurer: James MasuireAddress: Vonage America Inc., 23 Main Street, Holmdel, NJ 07733

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

13. Henry B. Pickens  
(Signature of Director or Officer listed in number 12 of the application)14. Henry B. Pickens, Asst. Secretary  
(Typed or printed name and capacity of person signing application)

Officer/Director:

Director

Officer's Title:

Director's Title:

Other Director

Business Address:

Vonage America Inc., 23 Main Street

City:

Holmdel

State:

NJ

ZIP Code:

07733

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TALLAHASSEE, FLORIDA

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**Attachment to Florida  
Officers & Directors**

- 1 Full Name: Sharon A. O'Leary  
Officer/Director: Officer  
Officer's Title: Secretary  
Director's Title:  
Business Address: Vonage America Inc., 23 Main Street  
City: Holmdel  
State: NJ  
ZIP Code: 07733
- 2 Full Name: Michael Tribolet  
Officer/Director: Officer  
Officer's Title: President  
Director's Title:  
Business Address: Vonage America Inc., 23 Main Street  
City: Holmdel  
State: NJ  
ZIP Code: 07733
- 3 Full Name: Henry B. Pickens  
Officer/Director: Officer  
Officer's Title: Assistant Secretary  
Director's Title:  
Business Address: Vonage America Inc., 23 Main Street  
City: Holmdel  
State: NJ  
ZIP Code: 07733
- 4 Full Name: James Maguire  
Officer/Director: Officer  
Officer's Title: Treasurer  
Director's Title:  
Business Address: Vonage America Inc., 23 Main Street  
City: Holmdel  
State: NJ  
ZIP Code: 07733
- 5 Full Name: John S. Rego

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TALLAHASSEE, FLORIDA

# Delaware

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## *The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VONAGE AMERICA 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 SECOND DAY OF OCTOBER, A.D. 2006.

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

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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5084523

DATE: 10-02-06