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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: U.S. TelePacific Corp.

(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Erich E. Everbach

(Name of Person)

U.S. TelePacific Corp.

(Firm/Company)

515 S. Flower Street, 47th Floor

(Address)

Los Angeles, CA 90071-2201

(City/State and Zip code)

For further information concerning this matter, please call:

Erich E. Everbach

(Name of Person)

at (213) 213-3690

(Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☒ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

**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. U.S. TelePacific Corp.

(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. California

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

3. _____

(FEI number, if applicable)

4. 07/17/1996

(Date of incorporation)

5. Perpetual

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

6. 07/20/2007

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

7. 515 S. Flower Street, 47th Floor, Los Angeles, CA 90071-2201

(Principal office address)

515 S. Flower Street, 47th Floor, Los Angeles, CA 90071-2201

(Current mailing address)

8. Employment of one or more employees in Florida who provide services to the corporation, as a whole, outside of Florida.

(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

, Florida 32301

(Zip code)

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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

BY: Pamela Simpson, PAMELA SIMPSON, AUTHORIZED REPRESENTATIVE

(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: Richard A. Jalkut

Address: 515 S. Flower Street, 47th Floor
Los Angeles, CA 90071-2201

Vice Chairman: N/A

Address: _____

Director: Lars C. Haegg

Address: 515 S. Flower Street, 47th Floor
Los Angeles, CA 90071-2201

Director: David P. Glickman

Address: 515 S. Flower Street, 47th Floor
Los Angeles, CA 90071-2201

B. OFFICERS

President: Richard A. Jalkut

Address: 515 S. Flower Street, 47th Floor
Los Angeles, CA 90071-2201

Vice President: Rob Madore

Address: 515 S. Flower Street, 47th Floor
Los Angeles, CA 90071-2201

Secretary: Erich E. Everbach, Esq.

Address: 515 S. Flower Street, 47th Floor, Los Angeles, CA 90071-2201

Treasurer: Timothy Medina

Address: 515 S. Flower Street, 47th Floor, Los Angeles, CA 90071-2201

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

13. _____

(Signature of Director or Officer listed in number 12 of the application)

14. Erich E. Everbach, Secretary, Senior Vice President and General Counsel

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

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**List of Officers
U.S. TelePacific Corp.**

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Name	Title	Address
Richard A. Jalkut	Chief Executive Officer, President	515 S. Flower Street, 47 th Floor Los Angeles, CA 90071-2201
Timothy Medina	Chief Financial Officer, Treasurer	515 S. Flower Street, 47 th Floor Los Angeles, CA 90071-2201
Erich E. Everbach	Secretary, Senior Vice President and General Counsel	515 S. Flower Street, 47 th Floor Los Angeles, CA 90071-2201
Robert Madore	Senior Vice President, Operations, Administration and Facilities	515 S. Flower Street, 47 th Floor Los Angeles, CA 90071-2201
Norman Racine	Senior Vice President, Chief Information Officer	515 S. Flower Street, 47 th Floor Los Angeles, CA 90071-2201
Michael James	Senior Vice President, Customer Experience	515 S. Flower Street, 47 th Floor Los Angeles, CA 90071-2201
Kenneth Bisnoff	Senior Vice President, Strategic Opportunities	515 S. Flower Street, 47 th Floor Los Angeles, CA 90071-2201
Cardi Prinzi	Senior Vice President, Regulatory and Direct Sales	515 S. Flower Street, 47 th Floor Los Angeles, CA 90071-2201
Russell Shipley	Senior Vice President, Wholesale and Network Services	515 S. Flower Street, 47 th Floor Los Angeles, CA 90071-2201
Nancy Lubamersky	Vice President, Strategic Initiatives and Public Policy	515 S. Flower Street, 47 th Floor Los Angeles, CA 90071-2201
Justin Chris-Tensen	Vice President, General Manager	515 S. Flower Street, 47 th Floor Los Angeles, CA 90071-2201
Frank Forgo	Vice President, Finance and Controller	515 S. Flower Street, 47 th Floor Los Angeles, CA 90071-2201
Kelsey Forsyth	Vice President, Wholesale Services	515 S. Flower Street, 47 th Floor Los Angeles, CA 90071-2201
Kim Harrison	Vice President, Provisioning	515 S. Flower Street, 47 th Floor Los Angeles, CA 90071-2201
David Zahn	Vice President, Marketing	515 S. Flower Street, 47 th Floor Los Angeles, CA 90071-2201
David Riordan	Vice President, Revenue Protection	515 S. Flower Street, 47 th Floor Los Angeles, CA 90071-2201
Richard Heatter	Vice President, Assistant General Counsel	515 S. Flower Street, 47 th Floor Los Angeles, CA 90071-2201
Michael Cowan	Vice President, Assistant General Counsel	515 S. Flower Street, 47 th Floor Los Angeles, CA 90071-2201
Cleata Zelenka	Assistant Vice President	515 S. Flower Street, 47 th Floor Los Angeles, CA 90071-2201
Oswaldo Busquets	Assistant Treasurer	515 S. Flower Street, 47 th Floor Los Angeles, CA 90071-2201
Sherry Steele	Assistant Secretary	515 S. Flower Street, 47 th Floor Los Angeles, CA 90071-2201

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**List of Directors
U.S. TelePacific Corp.**

Name	Title	Address
David P. Glickman	Director	515 S. Flower Street, 47 th Floor Los Angeles, CA 90071-2201
Lars C. Haegg	Director	515 S. Flower Street, 47 th Floor Los Angeles, CA 90071-2201
Richard A. Jalkut	Chairman	515 S. Flower Street, 47 th Floor Los Angeles, CA 90071-2201
Charles K. Marquis	Director	515 S. Flower Street, 47 th Floor Los Angeles, CA 90071-2201
James O. Egan	Director	515 S. Flower Street, 47 th Floor Los Angeles, CA 90071-2201
Stephen P. Rader	Director	515 S. Flower Street, 47 th Floor Los Angeles, CA 90071-2201
Pete Wilson	Director	515 S. Flower Street, 47 th Floor Los Angeles, CA 90071-2201
Donald Hardie	Director	515 S. Flower Street, 47 th Floor Los Angeles, CA 90071-2201
Clinton Walker	Director	515 S. Flower Street, 47 th Floor Los Angeles, CA 90071-2201

State of California
Secretary of State

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**CERTIFICATE OF STATUS
DOMESTIC CORPORATION**

I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That on the **17TH day of JULY, 1996, U.S. TELEPACIFIC CORP.** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute
this certificate and affix the Great Seal
of the State of California this day of
July 11, 2007.



Debra Bowen

DEBRA BOWEN
Secretary of State