

F080000000427

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

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08 JAN 30 AM 11:26
STATE
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. KOHLER
JAN 30 2008
EXAMINER

FILED
08 JAN 30 PM 2:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 30, 2008

Department of State, Florida
Clifton Building
2611 Executive Center Circle
Tallahassee FL 32301

FILED
08 JAN 30 PM 2:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Order #: 7140264 SO
Customer Reference 1: Virtual Access
Customer Reference 2:

Dear Department of State, Florida:

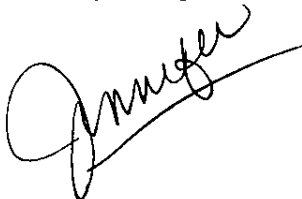
Please file the attached:

Virtual Access Partners, Inc. (DE)
Qualification
Florida

Virtual Access Partners, Inc. (DE)
Cert Copy of Certificate of Authority
Florida

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

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



Please File 2nd

**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. Virtual Access Partners, 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 3. 33-1196546
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. December 31, 2007 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

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

7. 2100 SouthBridge Parkway, Suite 650, Birmingham, AL 35209
(Principal office address)
2100 SouthBridge Parkway, Suite 650, Birmingham, AL 35209
(Current mailing address)

8. any and all lawful acts or activity for which corporations may be organized
(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)

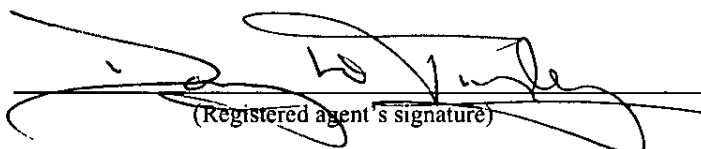
Name: Danny E. Turley

Office Address: 11123 Key Madeira Drive

Jacksonville, Florida 32218
(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.


(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: Barbara N. Potts

Address: 2100 SouthBridge Parkway, Suite 650, Birmingham, AL 35209

Vice Chairman: William Schmaling

Address: 2100 SouthBridge Parkway, Suite 650, Birmingham, AL 35209

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Barbara N. Potts

Address: 2100 SouthBridge Parkway, Suite 650, Birmingham, AL 35209

Vice President: Danny E. Turley

Address: 2100 SouthBridge Parkway, Suite 650, Birmingham, AL 35209


Secretary: Barbara N. Potts

Address: 2100 SouthBridge Parkway, Suite 650, Birmingham, AL 35209

Treasurer: Barbara N. Potts

Address: 2100 SouthBridge Parkway, Suite 650, Birmingham, AL 35209

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. Barbara N. Potts - President
(Typed or printed name and capacity of person signing application)

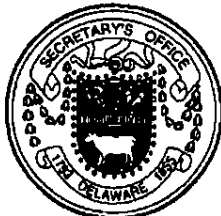
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VIRTUAL ACCESS PARTNERS, 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 TWENTY-NINTH DAY OF JANUARY, A.D. 2008.

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



3422323 8300

080096320

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6346353

DATE: 01-29-08