

F08000004036

Florida Department of State

Division of Corporations

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From:
 Account Name : HOLLAND & KNIGHT
 Account Number : 075350000340
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RECEIVED
 08 SEP 16 PM 12:18
 DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

FOREIGN PROFIT/NONPROFIT CORPORATION

Zhong Technologies, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

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 TALLAHASSEE, FLORIDA

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T. Burch SEP 17 2008



September 10, 2008

FLORIDA DEPARTMENT OF STATE
Division of Corporations

HOLLAND & KNIGHT

SUBJECT: ZHONE TECHNOLOGIES, INC.
REF: W08000042068

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$3,450.00.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Regulatory Specialist II

FAX Aud. #: H08000210880
Letter Number: 408A00049531

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

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN
THE STATE OF FLORIDA.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. **Zhone Technologies, Inc.**

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

2. N/A

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

3. a. Delaware

b. N/A

(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 04/21/1997

(Date of incorporation)

5. Perpetual

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

6. 9/1/2005

(Date first transacted business in Florida, if prior to registration)

7. (Principal office address)

8545 - 126th Ave. N, Largo, FL 33773

7001 Oakport St., Oakland, CA 94621 Attn: CFO

(Current mailing address)

8. any lawful business

(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)

CT Corporation
1200 S. Pine Island Rd.
Plantation, FL 33324

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

Madonna Cuddihy
Special 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.

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

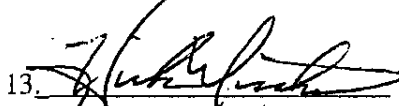
A. DIRECTORS - Morteza Ejabat
7001 Oakport St.
Oakland, CA 94621

Kirk Misaka
7001 Oakport St.
Oakland, CA 94621

B. OFFICERS: Morteza Ejabat - CEO
7001 Oakport St.
Oakland, CA 94621

Kirk Misaka - CFO
7001 Oakport St.
Oakland, CA 94621

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. Kirk Misaka - CFO
(Typed or printed name and capacity of person signing application)

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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ZHONE TECHNOLOGIES, 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 NINTH DAY OF SEPTEMBER, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ZHONE TECHNOLOGIES, INC." WAS INCORPORATED ON THE TWENTY-FIRST DAY OF APRIL, A.D. 1997.

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

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

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TALLAHASSEE, FLORIDA

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

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 6837429

DATE: 09-09-08