

F10000002403Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : C T CORPORATION SYSTEM
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Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: _____

FOREIGN PROFIT/NONPROFIT CORPORATION

Motorola Mobility, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	07
Estimated Charge	\$70.00

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T. Burch MAY 24 2010

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: MOTOROLA MOBILITY, INC.
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," or "Certificate of Good Standing" 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:

CAROL HELFRICH
Name of Person

BAKER & MCKENZIE LLP
Firm/Company

ONE PRUDENTIAL PLAZA, SUITE 3900, 130 E. RANDOLPH DR.
Address

CHICAGO, IL 60601
City/State and Zip code

carol.helfrich@bakermckenzie.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

CAROL HELFRICH at (312) 861-7974
Name of Person 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.

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TALLAHASSEE, FLORIDA

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1. MOTOROLA MOBILITY, 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. 27-0368233

(FEI number, if applicable)

4. 03/12/2007

(Date of incorporation)

5. Perpetual

(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. 1303 East Algonquin Road, Schaumburg, IL 60196

(Principal office address)

same

(Current mailing address)

8. SEE ATTACHMENT

(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: Bernadette McNamara

(Registered agent's signature)

Bernadette McNamara

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.

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

A. DIRECTORS

Chairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHMENT

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 Director or Officer listed in number 12 of the application)

14. _____

Edward J. Fitzpatrick, Chief Executive Officer and President

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

Attachment to Florida

Purpose Clause

the design, manufacture, sale and service of (i) wireless handsets and other wireless devices and accessory products, and (ii) interactive entertainment devices, infrastructure and related services; and the licensing of intellectual property.

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MOTOROLA MOBILITY, INC.
DIRECTOR AND OFFICER ATTACHMENT

NAME	TITLE	ADDRESS
Edward J. Fitzpatrick	Director	1303 East Algonquin Road, Schaumburg, IL 60196
A. Peter Lawson	Director	1303 East Algonquin Road, Schaumburg, IL 60196
Janet M. Riley	Director	1303 East Algonquin Road, Schaumburg, IL 60196
Edward J. Fitzpatrick	Chief Executive Officer and President	1303 East Algonquin Road, Schaumburg, IL 60196
Marc E. Rothman	Senior Vice President and Controller	1303 East Algonquin Road, Schaumburg, IL 60196
Larry R. Raymond	Senior Vice President and Treasurer	1303 East Algonquin Road, Schaumburg, IL 60196
Perry F. Rowicki	Director of Treasury Operations	1303 East Algonquin Road, Schaumburg, IL 60196
A. Peter Lawson	Secretary	1303 East Algonquin Road, Schaumburg, IL 60196
Carol Fortyste	Assistant Secretary	1303 East Algonquin Road, Schaumburg, IL 60196
Janet M. Riley	Assistant Secretary	1303 East Algonquin Road, Schaumburg, IL 60196
Michelle M. Warner	Assistant Secretary	1303 East Algonquin Road, Schaumburg, IL 60196

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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MOTOROLA MOBILITY, 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 TWENTIETH DAY OF MAY, A.D. 2010.

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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100545546

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8007433

DATE: 05-20-10