

F95000000/53

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(Requestor's Name)

526 EAST PARK AVENUE, SUITE 200

(Address)

TALLAHASSEE, FL. 32301 (904) 681-6528

(City, State, Zip)

(Phone #)

122.50

122.50
1017 TO 235 - 101073 - 006
****122.50 ****122.50

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Business Telephone Network, Inc.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

☒ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status
☐ CERTIFICATE OF GOOD STANDING

NEW FILINGS	
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<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

☐ Certificate of FICTITIOUS NAME
☐ FICTITIOUS NAME SEARCH
☐ CORP SEARCH

**HOLD FOR
PICKUP BY
UCC SERVICES**

Examiner's Initials

TRANSMITTAL LETTER

**TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS**

SUBJECT: Business Telephone Network, 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", 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:

Jeff Judas
(Name of Person)
Unisearch, Inc.
(Firm/Company)
475 W. University Ave., Suite 103
(Address)
St. Paul, MN 55103-1959
(City, State and Zip Code)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JAN 10 PM 2:02

Should you need to call someone concerning this matter, please call:

Jeff Judas at (800) 227 - 1256
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**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:**

1. Business Telephone Network, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in its name as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. California 3. 33-0319348
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 9-14-88 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 607.155, F.S.))
7. 1800 Highland Ave., Suite 200
Los Angeles, CA 90028
(Current mailing address)
8. Long distance telecommunication services.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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95 JUN 10 PM 2:03

9. Name and street address of Florida registered agent:

Name: Corporation Service Company
Office Address: 1201 Hayes Street
Tallahassee, Florida, 32301
(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)

Jeff Judas, Authorized Signatory

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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: Robert C. Walker
Address: 1800 N. Highland Avenue, Ste. 200
Los Angeles, CA 90028

Vice Chairman: _____
Address: _____

Director: Aaron A. Walker
Address: 1800 N. Highland Avenue, Ste. 200
Los Angeles, CA 90028

Director: Steven A. Walker
Address: 1800 N. Highland Avenue, Ste. 200
Los Angeles, CA 90028

B. OFFICERS

President: Robert C. Walker
Address: 1800 N. Highland Avenue, Ste. 200
Los Angeles, CA 90028

Vice President: Aaron A. Walker
Address: 1800 N. Highland Avenue, Ste. 200
Los Angeles, CA 90028

Secretary: Aaron A. Walker
Address: 1800 N. Highland Avenue, Ste. 200
Los Angeles, CA 90028

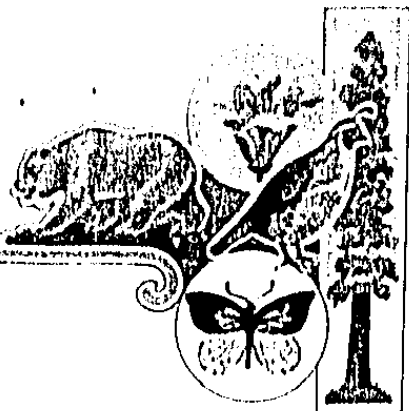
Treasurer: Aaron A. Walker
Address: 1800 N. Highland Avenue, Ste. 200
Los Angeles, CA 90028

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

13. Robert C. Walker
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

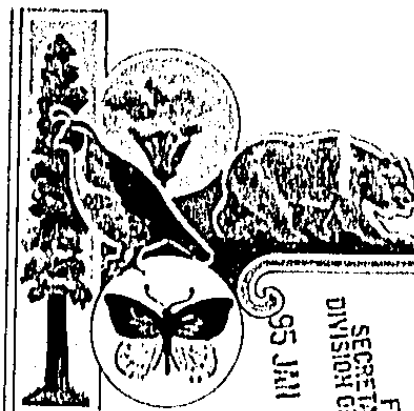
14. Robert C. Walker, President
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 10 PM 2:03



State of California

SECRETARY OF STATE'S OFFICE



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DIVISION OF CORPORATIONS
95 JAN 10 PM 2:03

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, **TONY MILLER**, Acting Secretary of State of the State of California, hereby certify:

That on the 14th day of September, 1988,

BUSINESS TELEPHONE NETWORK, INC.

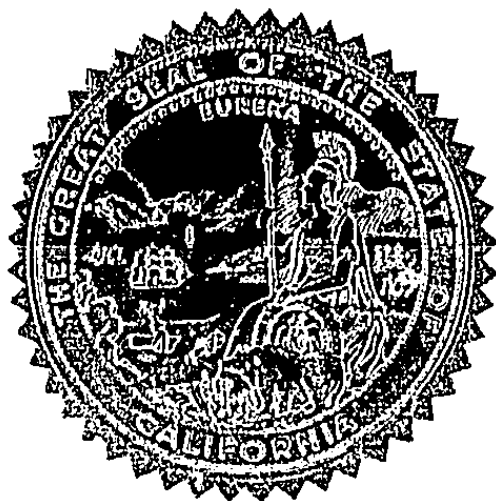
became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; 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
30th day of December, 1994

Tony Miller

TONY MILLER
Acting Secretary of State

F95000000153

(Requestor's Name)



P.O. Box 10230
Olympia, Washington 98502-0928

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95 OCT 17 PM 2:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

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(Corporation Name) (Document #)

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RA Chg.

VS OCT 19 1995

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95 OCT 17 PM 3:04
DIVISION OF CORPORATIONS

Examiner's Initials

Florida Department of State, Jim Smith, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508,
Florida Statutes, the undersigned corporation organized under the laws of the State of
California submits the following statement in order to change its registered office
or registered agent, or both, in the State Florida.

1a. The name of the corporation is: Business Telephone Network, Inc.

1b. Date of Incorporation: _____ Document number F-15060600/153

2. The name and address of the current registered agent and office:

Corporation Service Company

1201 Naya Street, Tallahassee, FL 32301

3. The name and address of the new registered agent and office:

(P.O. Box Not Acceptable)

NRAI Services, Inc.

526 East Park Avenue, Tallahassee, Florida 32301

The street address of its registered agent and the street address of the business office
of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by
an officer so authorized by the board.

Aaron A. Walker

SIGNATURE

10-3-95

DATE

Aaron A. Walker, Secretary

Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED
IN THIS CERTIFICATE, 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 COM-
PLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT
THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

NRAI Services, Inc.

SIGNATURE BY Janice E. Hopton

(Registered Agent) Janice E. Hopton
Vice-President

DATE 10-6-95