

F95000002001

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

400001464714
-04/26/95--01018--005
***2100.00 ***2100.00

SUBJECT: CELLULAR TECHNICAL SERVICES COMPANY, 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:

RICHARD HUDSON
(Name of Person)
CELLULAR TECHNICAL SERVICES COMPANY, INC.
(Firm/Company)
2401 FORTH AVE. SUITE 808
(Address)
SEATTLE, WA 98121
(City, State and Zip Code)

000001466950
-04/04/95--01044--015
*****70.00 *****70.00

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

RICHARD HUDSON at (206) 443 - 6400
(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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 25 PM 12:31



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 4, 1995

CELLULAR TECHNICAL SERVICES COMPANY, INC.
% RICHARD HUDSON
2401 FOURTH AVE., SUITE 808
SEATTLE, WA 98121

SUBJECT: CELLULAR TECHNICAL SERVICES COMPANY, INC.
Ref. Number: W95000007284

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We have received your document for **CELLULAR TECHNICAL SERVICES COMPANY, INC.** and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Section 607.1502(4) or 617.1502(4), Florida Statutes, requires this office to collect a \$500 penalty fee for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the corporation qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$2100.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (904) 487-6094.

Steven Harris
Corporate Specialist

Letter Number: 295A00015296

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. CELLULAR TECHNICAL SERVICES COMPANY, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language 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. DELAWARE
(State or country under the law of which it is incorporated)
3. 11- 2962080
(FEI number, if applicable)
4. 8/25/88
(Date of Incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. 3/1/92
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 2401 FORTH AVE, SUITE 808
SEATTLE, WA 98121
(Current mailing address)
8. Marketing of software application products to the cellular telecommunications industry.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. **Name and street address of Florida registered agent:**
Name: CT CORPORATION SYSTEM
Office Address: 1200 SOUTH PINE ISLAND ROAD
PLANTATION, 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.

"SEE ATTACHED"

(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.

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

A. DIRECTORS

Chairman: "SEE ATTACHED" _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: "SEE ATTACHED" _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13.


(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

MICHAEL E. MC CONNELL, VICE PRESIDENT AND CHIEF FINANCIAL OFFICER.
(Typed or printed name and capacity of person signing application)

FLORIDA

CONSENT TO APPOINTMENT AS REGISTERED AGENT

CT CORPORATION SYSTEM having been designated to act as registered agent
hereby agrees to act in this capacity for the following corporation:

Cellular Technical Services Company, Inc.

C T CORPORATION SYSTEM

Date: December 22, 1994


Jack C. Caskey, Asst. Vice President

**FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 25 PM 12:32**

CELLULAR TECHNICAL SERVICES COMPANY, INC.
DIRECTORS AND OFFICERS
MARCH 1, 1995

NAME	POSITION	S.S.N.	ADDRESS
STEPHEN KATZ	CHIEF EXECUTIVE OFFICER/CHAIRMAN/DIRECTOR	069-34-2775	20 EAST SUNRISE HIGHWAY, VALLEY STREAM, NY 11581
JEROME SANDERS	EXECUTIVE VICE PRESIDENT/SECRETARY/DIRECTOR	086-26-6858	20 EAST SUNRISE HIGHWAY, VALLEY STREAM, NY 11581
JOSEPH GREGORI	DIRECTOR	072-46-1975	20 EAST SUNRISE HIGHWAY, VALLEY STREAM, NY 11581
JAY GOLDBERG	DIRECTOR	127-30-1153	417 5TH AVENUE, 5TH FLOOR, NEW YORK, NY 10016
JOSEPH M. ESPOSITO	DIRECTOR	105-38-4027	50 JERICHO TURNPIKE, JERICHO, NY 11753
ROBERT S. DAHUT	PRESIDENT/DIRECTOR	108-28-4129	2401 4TH AVENUE SUITE 808, SEATTLE, WA 98121
MICHAEL MCCONNELL	VICE PRESIDENT/CHIEF FINANCIAL OFFICER	569-72-1021	2401 4TH AVENUE SUITE 808, SEATTLE, WA 98121

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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CELLULAR TECHNICAL SERVICES COMPANY, 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 EIGHTEENTH DAY OF JANUARY, A.D. 1995.

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

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 25 PM 12:32



Edward J. Freel

Edward J. Freel, Secretary of State

2170033 8300

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AUTHENTICATION:

7377897

DATE:

01-18-95