

# F95000003376

## TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION  
DIVISION OF CORPORATIONS

200001537562  
-07/14/95--01013--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: Digital Lightwave, Inc.  
(Name of corporation - must include suffix)

0395-14226

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:

Beth A. Morris

(Name of Person)

Digital Lightwave, Inc.

(Firm/Company)

601 Cleveland Street

(Address)

Clearwater, FL 34615

(City, State and Zip Code)

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DIVISION OF CORPORATIONS  
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mtm

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

Beth A. Morris

(Name of Person)

at ( 813 ) 442 - 6677

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. Digital Lightwave, Incorporated  
(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. California 3. 95-4313013  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. October 12, 1990 5. N/A - perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. November 1994  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 601 Cleveland Street  
Clearwater, FL 34615  
(Current mailing address)

8. For-profit corporation  
(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: Al Zwan  
Digital Lightwave, Inc.  
Office Address: 601 Cleveland Street  
Clearwater, FL 34615, Florida, 34615  
(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.*

Al Zwan  
(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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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DIVISION OF CORPORATIONS  
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B. OFFICERS

President: Bryan J. Zwan

Address: Digital Lightwave, Inc.

601 Cleveland Street, Clearwater, FL 34615

~~Vice President~~ Chief Financial Officer: Al Zwan

Address: Digital Lightwave, Inc.

601 Cleveland Street, Clearwater, FL 34615

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

13.

Al Zwan

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

14.

Al Zwan, Chief Financial Officer

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



# State of California

SECRETARY OF STATE



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## CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the 12th day of October, 19 90,

DIGITAL LIGHTWAVE, 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 June, 1995

*Bill Jones*  
BILL JONES  
Secretary of State



Digital Lightwave

F95000003376

801 Cleveland Street  
Fifth Floor  
Clearwater, Florida 34615

Telephone: 813 442.6677  
Facsimile: 813 442.5660  
Internet: info@lightwave.com

February 1, 1996

Amendment Section  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

RE: Digital Lightwave, Inc.  
Document number F95000003376

To Whom It May Concern:

800001705448  
-02/02/96--01071--023  
\*\*\*\*\*96.25 \*\*\*\*\*96.25

Enclosed are:

1. application to amend state of incorporation from California to Delaware
2. original certificate of incorporation from State of Delaware
3. check for \$96.25 for filing fee, certified copy, and certificate of status
4. prepaid, addressed Federal Express envelope.

Unfortunately, we are under somewhat of a time deadline and need to have this amendment approved and certified as soon as possible. I would sincerely appreciate anything you can do to expedite this.

Enclosed is a prepaid, addressed Federal Express envelope which you can use to send the certification to me.

Please contact me for any questions. Again, I appreciate your attention to our situation.

Yours truly,

*Beth A. Morris*

Beth A. Morris  
Secretary of the Corporation

Enclosures

FLAMEND.DOC

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 FEB -7 AM 10:58  
FEB 7 1996



**Digital Lightwave**

601 Cleveland Street  
Fifth Floor  
Clermont, Florida 34015

Telephone: 813.442.0077  
Facsimile: 813.442.6600  
Internet: info@lightwave.com

February 6, 1996

Thelma Lewis  
Amendment Section  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

RE: Digital Lightwave, Inc.

Dear Ms. Lewis:

Enclosed is a withdrawal of Digital Lightwave, Inc. as a California corporation doing business in Florida. As we discussed, this will allow you to process the application of Digital Lightwave, Inc. as a Delaware corporation to do business in Florida.

I appreciate your help. As before, please contact me with any questions.

Yours truly,

Beth A. Morris  
Secretary and Controller

Enclosure

APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL  
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS  
IN FLORIDA

Digital Lightwave, Inc.

(Name of Corporation)

California

(Incorporated Under Laws Of)

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DIVISION OF CORPORATION  
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This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

601 Cleveland Street, 5th floor

(Mailing Address)

Clearwater, Florida 34615

(City/ State /Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

*Beth A. Morris*

Signature

Secretary

Title

Beth A. Morris

Typed or printed name

2/6/96

Date