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1201 HAYS STREET

800-342-8086

904-39171  
904-39171



PRESTON HALL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 990011 4320506

AUTHORIZATION : Patricia Pyjunt

COST LIMIT : \$ 70.00

ORDER DATE : June 17, 1996

ORDER TIME : 12:30 PM

ORDER NO. : 990011

CUSTOMER NO: 4320506

200001868462

CUSTOMER: Karen B. Sendyk, Esq  
Itochu International Inc.  
335 Madison Avenue

New York, NY 10017

FOREIGN FILINGS

NAME: DX COMMUNICATIONS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Clint Fuhrman

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUN 19 PM 3:25

RECEIVED  
96 JUN 19 PM 3:16  
DIVISION OF CORPORATION

**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. DX Communications, 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. \_\_\_\_\_  
(FEI number, if applicable)

4. March 23, 1983  
(Date of Incorporation)

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

6. July 1, 1996  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 1143 Newport Centre Drive  
Deerfield Beach, Florida 33442  
(Current mailing address)

8. To engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of Delaware.

(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: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: Corporation Service Company

Office Address: 1201 Hays Street, Suite 105

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.*

Corporation Service Company

By: Vicki Schreiber  
(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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DIVISION OF CORPORATIONS  
96 JUN 19 PM 3:25

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: Masakazu Ohtsu

Address: 335 Madison Avenue, New York, New York 10017

Vice Chairman:

Address:

Director: Yukuo Honjyo

Address: 5-1 Kita Aoyama 2-chome, Minato-ku

Tokyo 107-77 Japan

Director: Hiroshi Aikawa

Address: 335 Madison Avenue

New York, New York 10017

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

CEO  
~~President~~ Masakazu Ohtsu

Address: 335 Madison Avenue

New York, New York 10017

Vice President: Hiroshi Sugita

Secretary & Treasurer  
Address: 335 Madison Avenue

New York, New York 10017

Assistant Secretary: Eric J. Luptook


Address: 335 Madison Avenue

New York, New York 10017

Treasurer:

Address:

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. Masakazu Ohtsu, CEO  
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUN 19 PM 3:25

*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 "DX COMMUNICATIONS, 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 SEVENTEENTH DAY OF JUNE, A.D. 1996.

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.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUN 19 PM 3:25



Edward J. Freel, Secretary of State

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960176230

AUTHENTICATION:

7989257

DATE:

06-17-96

F96 000003103



ACCOUNT NO. : 072100000032

REFERENCE : 285452 4320506

AUTHORIZATION *Patricia Pyjunt*

COST LIMIT : \$ 35.00

ORDER DATE : March 7, 1997

ORDER TIME : 10:48 AM

ORDER NO. : 285452-020

CUSTOMER NO: 4320506

CUSTOMER: Karen B. Sendyk, Esq  
Itochu International Inc.  
335 Madison Avenue

New York, NY 10017

FOREIGN FILINGS

NAME: DX COMMUNICATIONS, INC.

XX PROFIT  
       NON-PROFIT

XX CORPORATE  
       LIMITED PARTNERSHIP

XXXX WITHDRAWAL/CANCELLATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: DANIEL LEGGETT

N. HENDRICKS MAR 10 1997

RECEIVED  
97 MAR 10 PM 3:33  
DIVISION OF CORPORATION  
TALLAHASSEE, FLORIDA

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

DX Communications, Inc.

(Name of Corporation)

Delaware

(Incorporated Under Laws Of)

FILED  
91 MAR 10 PM 3:33  
TALLAHASSEE, FLORIDA

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.

1143 West Newport Center Drive

(Mailing Address)

Deerfield Beach, Fl 33442

(City/ State /Zip)

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

  
Signature

Secretary

Title

Hiroshi Suguta

Typed or printed name

2/24/97  
Date