

F96000006335

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

500002011995--9
-11/22/96--01018--001
*****70.00 *****70.00

SUBJECT: TYCOM CORPORATION
(Name of corporation - must include suffix)

Dear Sir or Madam:

W96-24754

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:

VAN LIEN
(Name of Person)
TYCOM CORPORATION
(Firm/Company)
17802 FITCH
(Address)
IRVINE, CA 92714
(City, State and Zip Code)

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

VAN LIEN at (714) 955-0800, EXT 32
(Name of Person) Area Code & Daytime Telephone Number

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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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 32214



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 22, 1996

**VAN LIEN
TCYOM CORPORATION
17802 FITCH
IRVINE, CA 92714**

**SUBJECT: TYCOM CORPORATION
Ref. Number: W96000024754**

We have received your document for TYCOM CORPORATION and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The designation of the registered agent must be at a Florida street address.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 296A00053142

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:**

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1. TYCOM CORPORATION
(Name of corporation must include the words "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. 33-0592056
(FEI number, if applicable)
4. JANUARY 1, 1994
(Date of incorporation)
5. —
(Duration: Year corp. will cease to exist or perpetual)
6. DECEMBER 1, 1996
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))
7. 17802 FITCH
IRVINE, CA 92714
(Current mailing address)
8. REFURBISHMENT OF CUTTING TOOLS FOR PRINTED CIRCUIT BOARD 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: TIMOTHY WAINWRIGHT
Office Address: 100 CANDACE DR. #116
MAITLAND, Florida, 32751
(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.

Timothy Wainwright
(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: (Street address ONLY- P. O. Box NOT acceptable)

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

Chairman: N/A

Address: _____

Vice Chairman: N/A

Address: _____

Director: NOEL URBEN

Address: 12 EAST 49TH STREET

NEW YORK, NY 10017

Director: _____

Address: _____

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

President: SCOTT YARDLEY

Address: UNIT 5-G / F BLOCK B, HI-TECH INDUSTRIAL CENTRE
491-501 CASTLE PEAK ROAD, TSNEN WAN, N.T. HONG KONG

Vice President: MARK MURPHY

Address: 17802 FITCH

IRVINE, CA 92714

Secretary: N/A

Address: _____

Treasurer: N/A

Address: _____

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

13. Mark P. Murphy
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. MARK P. MURPHY
(Typed or printed name and capacity of person signing application)

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STOCK MARKET
DIVISION OF CORPORATIONS
96 DEC-5 AM 1:16

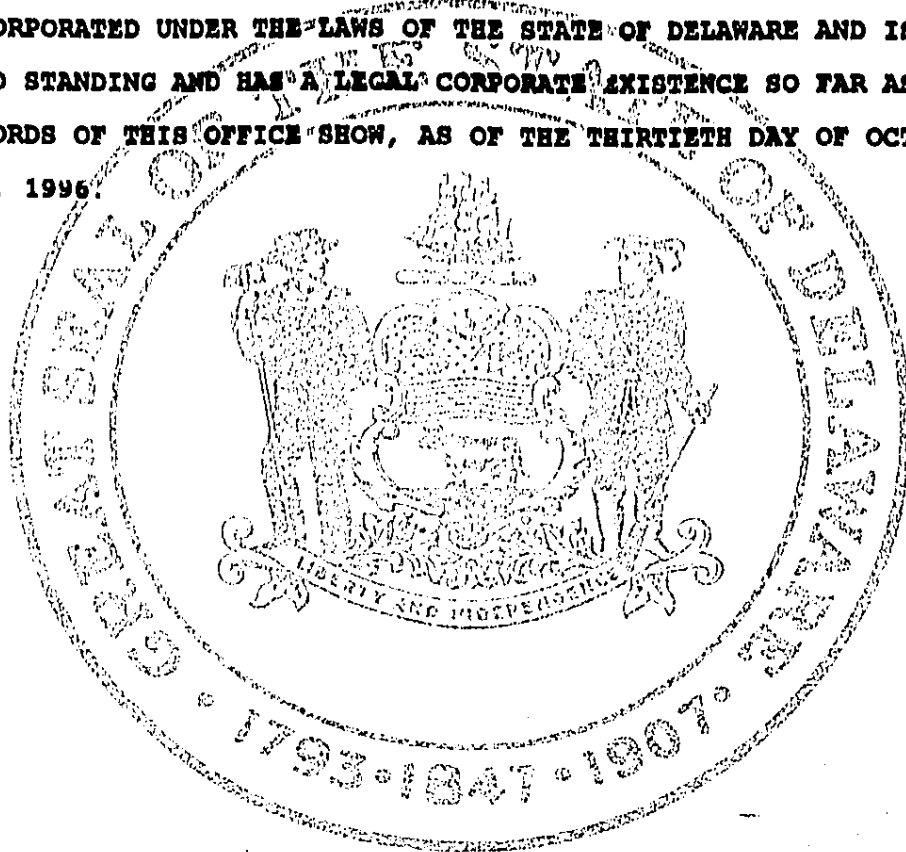
TYCOM
Corporation
Board of Directors
As of 9/3/96

BOARD MEMBER NAME	COMPANY ADDRESS	HOME ADDRESS
Tim Taylor Chief Executive Officer Tel: 714-955-0800 ext. 322 tim_taylor@tycom.com	TYCOM Corporation 17802 Fitch Irvine, CA 92714 Tel: 714-955-0800 Fax: 714-955-0880	1301 Santanella Terrace Corona Del Mar, CA 92625 Home: 714-640-8784 Car: 714-403-3010 Pgr: 714-451-7295
Ronald J. Clear Director, Acting CFO Tel: 714-955-0800 ext. 320 RJCoCAA@interramp.com	CONTACT: Whitney MacPherson Executive Assistant Tel: 714-955-0800 ext. 321 TECH SUPPORT: Reddy Marri Tel: 714-955-0800 ext. 323	One South Stonington Laguna Beach, CA 92677 Home: 714-644-4300 Cell: 714-345-0916 Hm fax: 714-644-4556 Pgr: 714-262-6390
Noel Urban Senior Managing Director Tel: 212-715-5741	Windward Capital Partners 12 East 49th Street New York, NY 10017 Tel: 212-715-5741 Fax: 212-318-1365/1370 Main CONTACT: Christie Hecht Administrative Assistant Tel: 212-715-5766 TECH SUPPORT: Ngoc Lu Tel: 212-322-7919	One Milbank Avenue Greenwich, CT 06830 Tel: 203-672-6148 Tel: 203-629-0785
Gerald Lodge General Partner Compuserve Address: "102412.2204@compuserve.com" Tel: 201-845-4900	Innocal Management, Inc. Park 80 West, Plaza One Saddle Brook, NJ 07663 Tel: 201-845-4900 Fax: 201-845-3388 CONTACT: Kathy Abbott Innocal Management, Inc. 600 Anton Blvd., Suite 1270 Costa Mesa, CA 92626 Tel: 714-850-6784 Fax: 714-850-6798 CONTACT: Suzanne	347 Algonquin Road Franklin Lakes, NJ 07417 Home: 201-891-4932 Cell: 201-423-8214

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DIVISION OF CORPORATIONS
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State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TYCOM CORPORATION" 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 THIRTIETH DAY OF OCTOBER, A.D. 1996.



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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 8171295

DATE: 10-30-96