

F97000006303

ACCOUNT FILING COVER SHEET

ACCOUNT NUMBER: FCA000000005

REFERENCE: \_\_\_\_\_  
(SUB ACCT.)

500002358955--4

DATE: 12-1

REQUESTER NAME: LEXIS DOCUMENT SERVICES

ADDRESS: P.O. BOX 2969  
SPRINGFIELD, ILLINOIS 62708

CONTACT NAME: CYNTHIA WOODYARD (904) 877-7296

CORPORATION NAME: Atell, Inc.

AUTHORIZATION: C. Woodyard

- ☒ CERTIFIED COPY (1-9)  
☐ CERTIFICATE OF STATUS (1-9)  
☐ PLAIN STAMPED COPY

- ( ) CALL WHEN READY ( ) CALL IF PROBLEM ( ) AFTER 4:30  
☒ WALK IN ( ) WILL WAIT ( ) PICK-UP  
( ) MAIL OUT (IF APPLICABLE)

RECEIVED  
97 DEC -1 AM 11:59  
DIVISION OF CORPORATION

FILED  
12/1  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 DEC -1 PM 2:23

## TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: Utell 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:

Lisa James  
(Name of Person)

Lexis Document Services Inc.  
(Firm/Company)

801 Adlai Stevenson Drive  
(Address)

Springfield, Illinois 62703  
(City/State/Zip)

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

Lisa James at (800) 217-3220  
(Name of Person) Area Code & Daytime Telephone Number

### COURIER ADDRESS:

Qualification/Tax Lien Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

### MAILING ADDRESS:

Qualification/Tax Lien Section  
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. Utell 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. 22-2853956  
(FEI number, if applicable)
4. November 16, 1988  
(Date of Incorporation)
5. perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. November 30, 1997  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 6100 Waterford Building, 6100 Blue Lagoon Drive,  
Miami, Florida 33126  
(Current mailing address)
8. To engage in the business of publishing, distributing and sales.  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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## 9. Name and street address of Florida registered agent:

Name: Lexis Document Services Inc.

Office Address: 3953 W W Kelley Road

Tallahassee, Florida, 32311  
(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.

By: Lisa James  
(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: See Attachment A

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

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

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

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

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

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

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

B. OFFICERS

President: See Attachment A

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

Vice President: \_\_\_\_\_

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

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

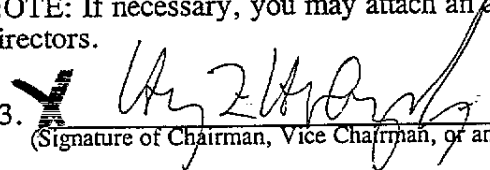
Address: \_\_\_\_\_  
\_\_\_\_\_

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. Henry Z. Horbaczewski, Secretary  
(Typed or printed name and capacity of person signing application)

## **Attachment A**

Application By Foreign Corporation  
For Authorization To Transact Business In Florida

Company: Utell Inc.

Sections 12A and 12B, Names and addresses of directors and officers:

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### **Directors:**

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#### **Name/Address**

Kathleen (Kathy) Misunas  
Reed Travel Group  
500 Plaza Drive  
Secaucus, New Jersey 07096, USA

William R. Misunas  
Reed Travel Group  
500 Plaza Drive  
Secaucus, New Jersey 07096, USA

Henry Z. Horbaczewski  
Reed Elsevier Inc.  
275 Washington Street  
Newton, Massachusetts 02158, USA

Charles P. Fontaine  
Reed Elsevier Inc.  
275 Washington Street  
Newton, Massachusetts 02158, USA

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### **Officers:**

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#### **Title/Name/Address**

##### **Chairperson and President**

Kathleen (Kathy) Misunas  
Reed Travel Group  
500 Plaza Drive  
Secaucus, New Jersey 07096, USA

##### **Executive Vice President**

Michael A. Hope  
Utell International  
2 Kew Bridge Road  
London TW8 0JF, England

##### **Vice President**

William R. Misunas  
Reed Travel Group  
500 Plaza Drive  
Secaucus, New Jersey 07096, USA

##### **Secretary**

Henry Z. Horbaczewski  
Reed Elsevier Inc.  
275 Washington Street  
Newton, Massachusetts 02158, USA

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**Treasurer**

Vera J. Lang  
Reed Elsevier Inc.  
200 Park Avenue, 17th Floor  
New York, New York 10166, USA

**Assistant Secretary and Assistant  
Treasurer**

Charles P. Fontaine  
Reed Elsevier Inc.  
275 Washington Street  
Newton, Massachusetts 02158, USA

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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 "UTELL 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 TWENTIETH DAY OF NOVEMBER, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "UTELL INC." WAS INCORPORATED ON THE SIXTEENTH DAY OF NOVEMBER, A.D. 1988.

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

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Edward J. Freel, Secretary of State

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AUTHENTICATION: 8768043

DATE: 11-20-97