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PROFIT CORPORATION ANNUAL REPORT

1998



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # F9700006340 (0)

FILED Apr 23 1998 8:00am Secretary of State

H.Q. WIRELESS OF DELAWARE, INC. TANTIVY COMMUNICATIONS, INC. F/K/A Principal Place of Business Mailing Address 1900 S. HARBOR CITY BOULEVARD 1900 S. HARBOR CITY BOULEVARD MELBOURNE FL 32901 MELBOURNE FL 32901 DO NOT WRITE IN THIS SPACE 3. Date Incorporated or Qualified 12/02/1997 4. FEI Number 2. Principal Place of Business 2a, Mailing Address Applied For 2200 Front Street 2200 Front Street 59-3430673 Not Applicable Suite, Apt. #, etc. Suite, Apt. #, etc. \$8.75 Additional 5. Certificate of Status Desired Fee Required 22 Suite 300 Suite 300 City & State City & State \$5.00 May Be 8. Election Campaign Financing 23 Melbourne, FL 32901 28 Melbourne, 32901 Trust Fund Contribution П Added to Fees Country Zip Country Zip 8. This corporation owes or has paid the current year Intangible 29 32901 Yes Personal Property Tax due June 30. 24 32901 25 30 9. Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent 81 GRAY, HARRIS & ROBINSON, P.A. 201 E. PINE STREET, SUITE 1200 82 Street Address (P.O. Box Number is Not Acceptable) ORLANDO FL 32801 63 84 85 Zip Code 11. Pursuant to the provisions of Sections 607 0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes. SIGNATURE Signature, typod ni printed name of registered agent and title if applicable (NOTE Registered Agent signature required when reinstating) DATE OFFICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 12. 13. DELETE Addition TITLE 1.1 TITLE Change CARNEY, RONALD R NAME 1.2 NAME Carney, Ronald R. 1900 S. HARBOR CITY BLVD. STREET ADDRESS 1.3 STREET ADDRESS 2200 Front Street, Suite 300 **MELBOURNE FL 32901** CITY-ST-ZIP 1.4 CITY-ST-ZIP Melbourne, FL 32901 TITLE DELETE Change Addition 2.1 TITLE AMALFITANO, CARLO NAME 2.2 NAME Amalfitano, Carlo 1900 S. HARBOR CITY BLVD. STREET ADDRESS 2 3 STREET ADDRESS 2200 Front Street, Suite 300 MELBOURNE FL 32901 CITY-ST-ZIP 2. 4 CITY - ST - ZIP Melbourne, FL 32901 DELETE Change TIT) F 3.1 TITLE Addition GORUSCH, THOMAS E NAME 3.2 NAME Gorsuch, Thomas E. 1900 S. HARBOR CITY BLVD. 3.3 STREET ADDRESS STREET ADDRESS 2200 Front Street, Suite 300 **MELBOURNE FL 32901** CITY-ST-ZIP 3.4. CITY-ST-ZIP Melbourne, FL 32901 DELETE Change Addition TITLE 4.1 TITLE NAME 4. 2 NAME STREET ADDRESS 4,3 STREET ADDRESS CITY-ST-ZIP 4.4 CITY-ST-ZIP DELETE Change Addition TITLE 51 TITLE NAME 5.2 NAME STREET ADDRESS 5.3 STREET ADDRESS CITY - ST - ZIP 54 CITY-ST-ZIP DELETE Addition TITLE 6.1 TITLE NAME 6.2 NAME STREET ADDRESS 6.3 STREET ADDRESS CITY - ST - ZiP 6.4 CITY - ST - ZIP

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed.

SIGNATURE:

Long Horse

Treasurer 4

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(407)956-8846x226

CR2E034 (10/97)