

F97000006853

Document Number Only

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

CORPORATION(S) NAME

500002379275--2
-12/22/97-01087-006
*****70.00 *****70.00

W97-28440

Telesoft Acquisition Corp. II

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | | |
| <input type="checkbox"/> Limited Liability Co. | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input checked="" type="checkbox"/> Foreign | | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of R.A. |
| | | <input type="checkbox"/> Fictitious Name Filing |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call if Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Name Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

DEC 22 1997

12/24

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
DEC 22 PM 3:59 97
DIVISION OF CORPORATION
Thanks
12/22/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 22, 1997

CT CORPORATION SYSTEM

SUBJECT: TELESOFT ACQUISITION CORP. II
Ref. Number: W97000028440

We have received your document for TELESOFT ACQUISITION CORP. II 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 "attachment" you have submitted for your registered agent's signature is not acceptable. It is actually an application for a different sort of filing, and it refers to statutes which do not apply to an authorization application. Please either sign line 10, or submit an attachment which does not contain extraneous language. The only language the attachment should bear is the paragraph in number 10 of the application. Thank you.

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 (850) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 697A00060012

Document Number Only

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

CORPORATION(S) NAME

700002382317--5

-12/24/97--01064--028

*****35.00 *****35.00

Telesoft Acquisition Corp. II

- ☐ Profit ☐ Amendment ☐ Merger
- ☐ NonProfit ☐ Dissolution/Withdrawal ☐ Mark
- ☐ Limited Liability Company ☐ Annual Report ☐ Other
- ☐ Foreign ☐ Reservation ☒ Change of R.A.
- ☐ Limited Partnership ☐ Fictitious Name
- ☐ Reinstatement ☐ CUS
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12-24-97

PLEASE RETURN EXTRA COPY(S)
FILE STAMPED

THANKS, MELANIE ©

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. Telesoft Acquisition Corp. II
(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. Arizona
(State or country under the law of which it is incorporated)
3. None
(FEI number, if applicable)
4. March 22, 1996
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))
7. 3443 N. Central Avenue, Suite 1701, Phoenix, Arizona 85012
(Current mailing address)
8. Internet Service Provider
(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: HIQ Corporate Services, Inc.
Office Address: 526 East Park Avenue, Suite 200
Tallahassee, Florida, 32301
(Zip Code)
10. Registered agent 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 obligation of my position as registered agent.

SEE ATTACHED

(Registered agent's signature) (Officer)

(Type Name and Title of Officer)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 22 PM 3:59

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 attached list of directors

Address: _____

Vice Chairman: see attached list of directors

Address: _____

Director: see attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: see attached list of officers

Address: _____

Vice President: _____

Address: _____


Secretary: _____

Address: _____

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. David Jemmett, President _____
(Typed or printed name and capacity of person signing application)

LIST OF OFFICERS AND DIRECTORS

LIST OF OFFICERS

DAVID JEMMETT President

Business Address:

3443 North Central Avenue
Suite 1701
Phoenix, Arizona 85012

Residence Address:

5633 East Lafayette
Phoenix, Arizona 85018

Social Security No.: 519-68-1450

MICHAEL F. ZERBIB Chief Financial Officer

Business Address:

3443 North Central Avenue
Suite 1701
Phoenix, Arizona 85012

Residence Address:

4602 North 66th Street
Scottsdale, AZ 85281

Social Security No.: 527-97-3211

JEFF PITTS Chief Operating Officer

Business Address:

3443 North Central Avenue
Suite 1701
Phoenix, Arizona 85012

Residence Address:

9665 East Carson
Scottsdale, Arizona 85258

Social Security No.: 529-86-5528

DARIN WAYRYNEN Chief Technical Officer

Business Address:

3443 North Central Avenue
Suite 1701
Phoenix, Arizona 85012

Residence Address:

10851 North 43rd Avenue, #211
Phoenix, Arizona 85029

Social Security No.: 543-96-5025

BRIAN LOEB Secretary

Business Address:

3443 North Central Avenue
Suite 1701
Phoenix, Arizona 85012

Residence Address:

7808 N. Ironwood Dr.
Paradise Valley, AZ 85253

Social Security No.: 529-06-6098

LIST OF BOARD OF DIRECTORS

MICHAEL F. ZERBIB

Business Address:

3443 North Central Avenue
Suite 1701
Phoenix, Arizona 85012

Residence Address:

4602 North 66th Street
Scottsdale, AZ 85281

Social Security No.: 527-97-3211

NICHOLAS D. ZERBIB

Business Address:

3443 North Central Avenue
Suite 1701
Phoenix, Arizona 85012

Residence Address:

79 Greenwich Ave. #3
New York, NY 10014

Social Security No.: 601-10-0596

JOSEPH W. ZERBIB

Business Address:

3443 North Central Avenue
Suite 1701
Phoenix, Arizona 85012

Residence Address:

5305 N. Camelhead
Phoenix, AZ

Social Security No.: 527-87-8137

BRIAN LOEB

Business Address:

3443 North Central Avenue
Suite 1701
Phoenix, Arizona 85012

Residence Address:

7808 N. Ironwood Dr.
Paradise Valley, AZ 85253

Social Security No.: 529-06-6098

DAVID JEMMETT

Business Address:

3443 North Central Avenue
Suite 1701
Phoenix, Arizona 85012

Residence Address:

5633 East Lafayette
Phoenix, Arizona 85018

Social Security No.: 519-68-1450

JEFF PITTS

Business Address:

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Suite 1701
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Phoenix, Arizona 85012

Residence Address:

10851 North 443rd Avenue, #211
Phoenix, Arizona 85029

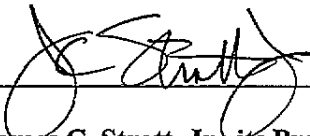
Social Security No.: 543-96-5025

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Telesoft Acquisition Corp. II

Having been named as registered agent and to accept service of process for the above stated Corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

HIQ CORPORATE SERVICES, INC.

By: 
James C. Strott, Jr., its President

12-22-97
Date

Filing Fee: \$35 for Designation of Registered Agent

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DIVISION OF CORPORATIONS
97 DEC 22 PM 3:59

STATE OF ARIZONA



Office of the
CORPORATION COMMISSION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 22 PM 3:59

To all to whom these presents shall come, greeting:

I, Jack Rose, Executive Secretary of the Arizona Corporation Commission, do hereby certify that

*****TELESOFT ACQUISITION CORP. II*****

a domestic corporation organized under the laws of the state of Arizona, did incorporate on March 22, 1996.

I further certify that this corporation has filed all affidavits and annual reports and paid all filing fees required to date and, therefore, is in good standing in this state.

*IN WITNESS WHEREOF, I have hereunto
set my hand and affixed the official seal
of the Arizona Corporation Commission.
Done at Phoenix, the Capitol, this
19th day of December, 1997, A. D.*



Jack Rose

Executive Secretary

BY: *[Signature]*