

CONTROL  
TELECOM  
INCORPORATED

POST OFFICE BOX 1579  
BETHANY, OK 73008  
PHONE (405) 478-1374  
FAX: (405) 340-0661

April 29, 1998

Qualification/Tax Lien Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

Gentlemen:

Please find enclosed Control Telecom's completed application to register a foreign profit corporation to transact business in the state of Florida. Also enclosed is a check in the amount of \$78.75 for the registration fee and for a certificate of status. You may return the certificate of status and letter of acknowledgment to the letterhead address upon registration.

Notify this office of any questions.

Respectfully,

*Yvonne Graham* w98-10249  
Yvonne Graham  
Sec./Trea.

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-05/06/98--01082--001  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

4/5/98  
FILED  
98 MAY 14 AM 10:03  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

## TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: CONTROL TELECOM, 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:

Yvonne Graham  
(Name of Person)

Control Telecom, Inc.  
(Firm/Company)

P. O. Box 1579  
(Address)

Bethany, Oklahoma 73008-1579  
(City/State/Zip)

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

Yvonne Graham at ( 405 ) 478-1874  
(Name of Person) (Area Code & Daytime Telephone Number)

### COURIER ADDRESS:

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

### MAILING ADDRESS:

Qualification/Tax Lien Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

May 6, 1998

YVONNE GRAHAM  
CONTROL TELECOM, INC.  
PO BOX 1579  
BETHANY, OK 73008-1579

SUBJECT: CONTROL TELECOM, INC.  
Ref. Number: W98000010249

We have received your document for CONTROL TELECOM, INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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 Specialist

Letter Number: 298A00024964

# RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

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98 MAY 14 AM 10:03  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

I, the undersigned Yvonne Graham, do hereby certify  
(Name)

that this Resolution of the Board of Directors of CONTROL TELECOM, INC.

(Corporate Name)

a corporation duly organized and existing under the laws of the State of Oklahoma,

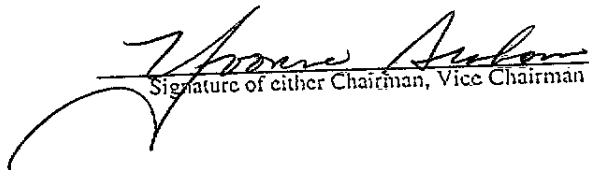
was duly adopted on April 128,, 1998

Be it resolved, that Control Telecom, Inc.  
(Corporate Name)

organized and existing in the State of Oklahoma, hereby adopts the name

Florida CTI Company for use in Florida.

Dated: May 11, 1998

  
Signature of either Chairman, Vice Chairman or any officer

Yvonne Graham, Secretary/Treasurer  
Type or print name

**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. CONTROL TELECOM, 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. Oklahoma 3. 73-1504412  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. October 1, 1996 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. May 15, 1998 (or as soon as authorization is received)  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. P. O. Box 1579  
Bethany, OK 73008-1579  
(Current mailing address)
8. any lawful act or activity; design, produce, & sell hardware & software services for oil & gas industry.  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
- Name: Roger L. Withrow
- Office Address: 1910 Gardner Avenue  
Lehigh Acres, Florida, 33972  
(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.*

  
(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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98 MAY 14 AM 10:05  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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: \_\_\_\_\_

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

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

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

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

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

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

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

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

President: Michael K. Whitaker

Address: 20319 Spoonwood Drive

Humble, TX 77346

Vice President: Roger L. Withrow

Address: 1910 Gardner Avenue

Lehigh Acres, FL 33972

Secretary: Yvonne Graham

Address: 4232 St. Croix

Edmond, OK 73003

Treasurer: - Same as Secretary

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. Yvonne Graham, Secretary/Treasurer

(Typed or printed name and capacity of person signing application)

SAME AS OFFICERS

FILED  
98 MAY 14 AM 10:03  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

OFFICE OF THE SECRETARY OF STATE



CERTIFICATE OF GOOD STANDING  
(DOMESTIC CORPORATION)

I, THE UNDERSIGNED, Secretary of State of the State of Oklahoma, do hereby certify that I am by the laws of said State the custodian of the records of the State of Oklahoma relating to the right of corporations to transact business in this State, and am the proper officer to execute this certificate.

I FURTHER CERTIFY that CONTROL TELECOM, INC.

whose registered agent is: Yvonne Graham  
with its registered office at 1225 East I-44 Service Road, Oklahoma City, Oklahoma is a corporation duly organized and existing under and by virtue of the laws of the State of Oklahoma, and is in good standing according to the records of this office. This certificate is not to be construed as an endorsement, recommendation or notice of approval of the corporation's financial condition or business activities and practices. Such information is not available from this office.

IN TESTIMONY WHEREOF, I hereto set my hand and cause to be affixed the Great Seal of the State of Oklahoma.



Done at the City of Oklahoma City, this 29th day of  
April, 1998.

Sam Cole  
Secretary of State

By: Walter Larmey

98 MAY 14 AM 10:15  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA