



THE UNITED STATES
CORPORATION
COMPANY

F980000003145

ACCOUNT NO. : 072100000032

REFERENCE : 842306 . 4337643

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : June 3, 1998

ORDER TIME : 12:11 PM

ORDER NO. : 842306-005

CUSTOMER NO: 4337643

CUSTOMER: Ms. Johnsie Saunders
Clark & Stant
One Columbus Center
Suite 900
Virginia Beach, VA 23462

000002546830--7
-06/04/98-01003--005
*****70.00 *****70.00

FOREIGN FILINGS

NAME: BAF SATELLITE & TECHNOLOGY
CORPORATION

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

RECEIVED
98 JUN -3 PM 3:21
DIVISION OF CORPORATION
FILED
98 JUN -3 AM 9:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA
WR 6/4

**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. BAF Satellite & Technology Corporation
(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 3. 59-3397978
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 7-26-96 5. perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. upon qualifying
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 1600 West Eau Gallie Boulevard, Suite 201
Melbourne, Florida 32935
(Current mailing address)
8. To engage in any lawful act or activity for which corporations may be qualified, including, without limitation, operating a satellite transponders business
(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: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

, Florida , 32301
(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.



Karen B. Rozar, As Its 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.

FILED
98 JUN -3 AM 9:55
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: James E. Vautrot

Address: 1600 West Eau Gallie Boulevard, Suite 201

Melbourne, Florida 32935

Director: _____

Address: _____

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

President: James E. Vautrot

Address: 1600 West Eau Gallie Boulevard, Suite 201

Melbourne, Florida 32935

Vice President: _____

Address: _____

Secretary: James E. Vautrot

Address: 1600 West Eau Gallie Boulevard, Suite 201

Melbourne, Florida 32935

Treasurer: James E. Vautrot

Address: 1600 West Eau Gallie Boulevard, Suite 201

Melbourne, Florida 32935

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.

James E. Vautrot, President

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

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TALLAHASSEE FLORIDA

State of Delaware

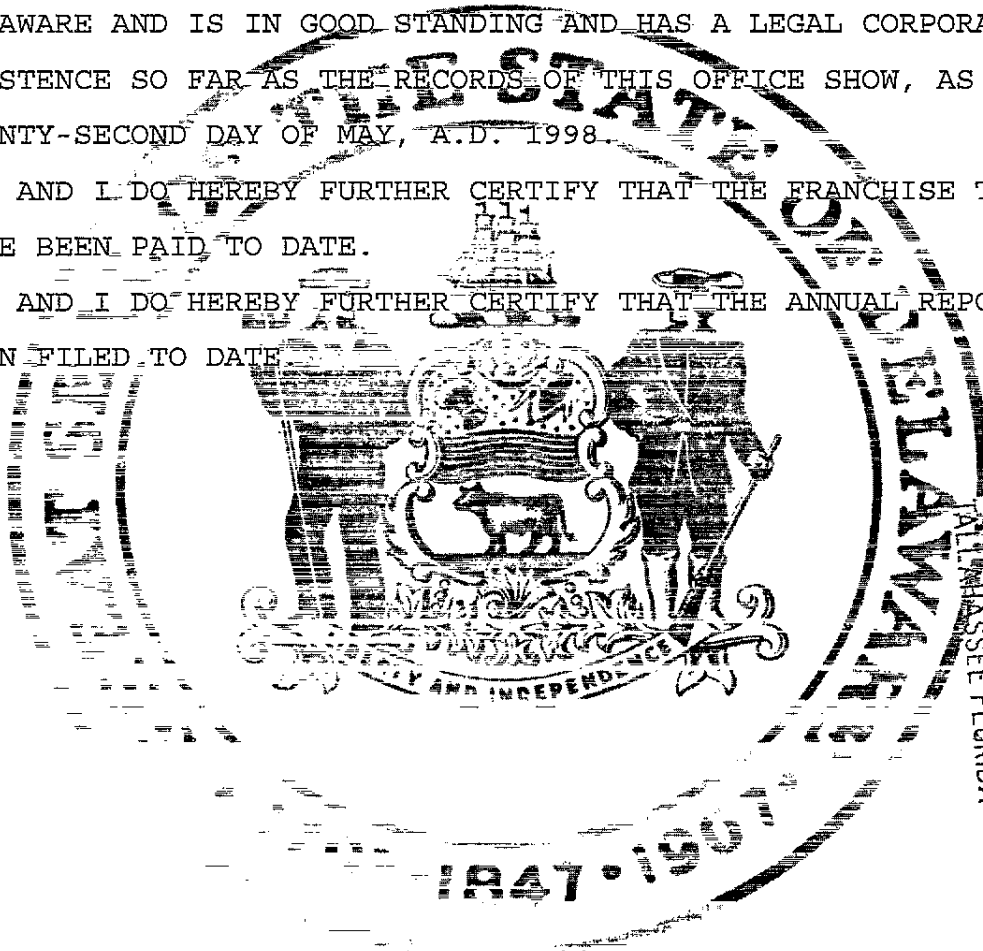
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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BAF SATELLITE & TECHNOLOGY 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 TWENTY-SECOND DAY OF MAY, A.D. 1998.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.



FILED

98 JUN -3 AM 9:55

SECRETARY OF STATE
ATLANTASSEE FLORIDA

2638257 8300

981198688



Edward J. Freel

9098564

05-22-98

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: