

F98000005532

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: EL PASO COMMUNICATION SYSTEMS, 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:

RENE REYES
(Name of Person)
EL PASO COMMUNICATION SYSTEMS, INC.
(Firm/Company)
1630 E. PAISANO
(Address)
EL PASO, TEXAS 79901
(City/State/Zip)

W58-21999

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

RENE REYES at (915) 542-0550
(Name of Person) (Area Code & Daytime Telephone Number)

STREET 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

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DIVISION OF CORPORATIONS
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 25, 1998

RENE REYES
EL PASO COMMUNICATION SYSTEMS, INC.
1630 E. PAISANO
EL PASO, TX 79901

SUBJECT: EL PASO COMMUNICATION SYSTEMS, INC.
Ref. Number: W98000021999

We have received your document for EL PASO COMMUNICATION SYSTEMS, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$70.00.

I am returning the certificate from the Texas Comptroller and the copy of the articles as this office requires a foreign corporation to submit an original "certificate of existence" issued by the Texas Secretary within the last 90 days. Please contact the Texas Secretary of State at (512)463-5578 to request such certificate.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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) 487-6092.

Hart Collins
Senior Corporate Section Administrator

Letter Number: 498A00048369

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. EL PASO COMMUNICATION SYSTEMS, 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. TEXAS 3. 74-2460112
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. APRIL 22, 1987 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. SEPTEMBER 15, 1998
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.153, F.S.)

7. 1630 E. PAISANO
EL PASO, TEXAS 79901
(Current mailing address)

8. WHOLESALE DISTRIBUTION OF TWO-WAY COMMUNICATION EQUIPMENT.
(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)

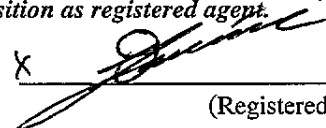
Name: OMAR GARCIA

Office Address: 7262 N.W. 54TH STREET
MAIMI, Florida, 33166
(Zip code)

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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.

X 
(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: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: JORGE A. SAAD

Address: 1630 E. PAISANO

EL PASO, TEXAS 79901

Vice Chairman: _____

Address: _____

Director: JORGE A. SAAD

Address: 1630 E. PAISANO

EL PASO, TEXAS 79901

Director: _____

Address: _____

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

President: RODOLFO JARAMILLO

Address: 1630 E. PAISANO

EL PASO, TEXAS 79901

Vice President: RODOLFO JARAMILLO

Address: 1630 E. PAISANO

EL PASO, TEXAS 79901

Secretary: RODOLFO JARAMILLO

Address: 1630 E. PAISANO

EL PASO, TEXAS 79901

Treasurer: RODOLFO JARAMILLO

Address: 1630 E. PAISANO

EL PASO, TEXAS 79901

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. RODOLFO JARAMILLO, V. PRESIDENT

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. _____

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



The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED that
Articles of Incorporation of

EL PASO COMMUNICATION SYSTEMS, INC.
File No. 1035696

were filed in this office and a certificate of incorporation was issued to this corporation,
and no certificate of dissolution is in effect and the corporation is currently in existence.

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*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on August 14, 1998.*



Alberto R. Gonzales
Secretary of State

~~BAM~~