

F98000005840

Document Number Only

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

100002657921-6
-10/20/98--01043--008
*****70.00 *****70.00

UPS Business Communications Services, Inc.

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JEFFREY D. BUTTERFIELD

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. UPS Business Communications Services, 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. Delaware
(State or country under the law of which it is incorporated)
3. 58-2417256
(FEI number, if applicable)
4. July 31, 1998
(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. 55 Glenlake Parkway, NE, Atlanta, Georgia 30328
(Current mailing address)
8. Assist in customer's telecommunications and general consulting needs; and to engage in any
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida) lawful act or activity for which corporations may be organized to do business under the laws of Florida.
9. Name and street address of Florida registered agent:
Name: C T Corporation System
Office Address: c/o C T Corporation System, 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip Code)

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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.

C T Corporation System

(Registered agent's signature) JENNIFER F FAULTMAN

ASSISTANT SECRETARY

(Type Name and Title of Officer)

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: _____

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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. John Haack, Secretary

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

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Officers and Directors
UPS Business Communications Services, Inc.

OFFICER/DIRECTOR NAME	TITLE(s)	BUSINESS ADDRESS
Agresta, Maurice M.	Assistant Treasurer	United Parcel Service 55 Glenlake Pkwy. NE Atlanta, GA 30328
Alden, John W.	President Director	UPS, Vice Chairman 55 Glenlake Pkwy. NE Atlanta, GA 30328
Haack, John R.	Secretary	United Parcel Service 35 Glenlake Parkway, NE Suite 200 Atlanta, GA 30328
Herring, Wayne C.	Director Vice President	United Parcel Service 55 Glenlake Pkwy. NE Atlanta, GA 30328
Powell, Leonard R.	Treasurer	United Parcel Service 35 Glenlake Parway, NE Suite 200 Atlanta, GA 30328

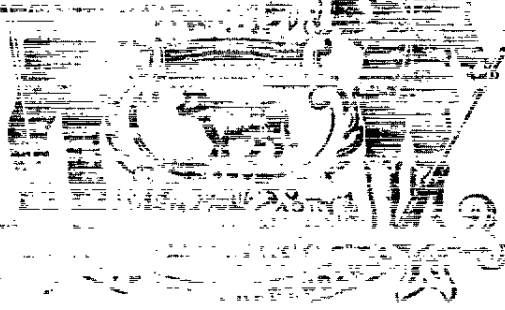
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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "UPS BUSINESS COMMUNICATIONS SERVICES, INC." 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 FOURTEENTH DAY OF OCTOBER, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



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Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

2927746 8300

981396406

DATE:

9353443

10-14-98