

Document Number Only

F990000000137

C T Corporation System

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301

City

State

Zip

Phone

CORPORATION(S) NAME

700002734557--1

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\*\*\*\*\*70.00 \*\*\*\*\*70.00

Volt Telecommunications Group, Inc.

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TALLAHASSEE, FLORIDA

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

# 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. VOLT TELECOMMUNICATIONS GROUP, 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. 13-4028037

(FEI number, if applicable)

4. March 17, 1998

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. JANUARY 1999

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. 1221 AVENUE OF THE AMERICAS 47 FL, NEW YORK, New York 10020

(Current mailing address)

8. TO PROVIDE TELECOMMUNICATION SERVICES

(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: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324

(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.

C T Corporation System

Donie Bryan SPECIAL ASSISTANT SECRETARY  
(Registered agent's signature) (Officer)

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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: \_\_\_\_\_

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TALLAHASSEE, FLORIDA

**DIRECTORS AND OFFICERS**  
**VOLT TELECOMMUNICATIONS GROUP, INC.**

**FILED**

DATE WHEN TERM  
EXPIRES JUN - 8 PM 2:29

Indefinite  
TALLAHASSEE, FLORIDA

<u>OFFICERS</u>	<u>TITLE</u>	<u>ADDRESS</u>	<u>DATE WHEN TERM EXPIRES</u>
William E. Braunlich	President	1221 Ave. of the Americas, NY, NY	Indefinite
William Shaw	Vice President	1221 Ave. of the Americas, NY, NY	Indefinite
Jerome Shaw	Vice President	1221 Ave. of the Americas, NY, NY	Indefinite
James J. Groberg	Vice President	1221 Ave. of the Americas, NY, NY	Indefinite
Irwin B. Roblins	V.P. & Assist. Secretary	1221 Ave. of the Americas, NY, NY	Indefinite
Jack Egan	V.P. & Assist. Treasurer	1221 Ave. of the Americas, NY, NY	Indefinite
Howard B. Weinreich	V.P. & Secretary	1221 Ave. of the Americas, NY, NY	Indefinite
Ludwig M. Guarino	Treasurer	1221 Ave. of the Americas, NY, NY	Indefinite
Daniel Hallinan	Vice President	1221 Ave. of the Americas, NY, NY	Indefinite
Daniel Fischberg	V.P. & Assist. Treasurer	1221 Ave. of the Americas, NY, NY	Indefinite
Norma Kraus	Vice President	1221 Ave. of the Americas, NY, NY	Indefinite
Thomas Daley	V.P. & Assist. Treasurer	1221 Ave. of the Americas, NY, NY	Indefinite
John Selterberg	Controller	1221 Ave. of the Americas, NY, NY	Indefinite
Janela K. Simpson	Assistant Secretary	1221 Ave. of the Americas, NY, NY	Indefinite

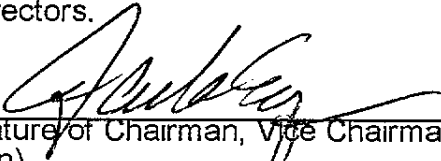
**DIRECTORS**

Howard B. Weinreich	1221 Ave. of the Americas, NY, NY	Indefinite
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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. JACK EGAN, Vice President \_\_\_\_\_  
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE FLORIDA

State of Delaware  
Office of the Secretary of State

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PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VOLT TELECOMMUNICATIONS GROUP, 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 SIXTH DAY OF JANUARY, A.D. 1999.

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



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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION:

9506103

DATE:

01-06-99