

F990000001850

Document Number Only

C T Corporation System
Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301

City State Zip Phone

CORPORATION(S) NAME

400002833434--E
-04/08/99-01075-025
*****70.00 *****70.00

Intercept Communications Technologies, Inc

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR - 8 PM 12:25

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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"/> Fictitious Name | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Limited Liability Partnership | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call if Problem |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Will Wait | <input type="checkbox"/> After 4:30 |
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**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. InterCept Communications Technologies, 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. Georgia
(State or country under the law of which it is incorporated)
3. Applied for
(FEI number, if applicable)
4. August 25, 1998
(Date of Incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Date of qualification
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 3150 Holcomb Bridge Road, Suite 200
Norcross, Georgia 30071
(Current mailing address)
8. Any all Lawful acts permitted under the state of Florida
(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: C T Corporation System

Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(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)

**MARY R. ADAMS
ASSISTANT SECRETARY**

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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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: John W. Collins

Address: 3150 Holcomb Bridge Road, Suite 200
Norcross, Georgia 30071

Vice Chairman: _____

Address: _____

Director: Donny R. Jackson

Address: 3150 Holcomb Bridge Road, Suite 200
Norcross, Georgia 30071

Director: Michael D. Sulpy

Address: 3150 Holcomb Bridge Road, Suite 200
Norcross, Georgia 30071

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

President: Donny R. Jackson

Address: 3150 Holcomb Bridge Road, Suite 200
Norcross, Georgia 30071

Vice President: Michael D. Sulpy

Address: 3150 Holcomb Bridge Road, Suite 200
Norcross, Georgia 30071

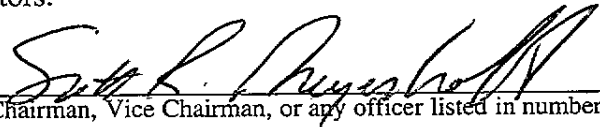
Secretary: Scott R. Meyerhoff

Address: 3150 Holcomb Bridge Road, Suite 200
Norcross, Georgia 30071

Treasurer: Scott R. Meyerhoff

Address: 3150 Holcomb Bridge Road, Suite 200
Norcross, Georgia 30071

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. SCOTT R. MEYERHOFF Secretary & Treasurer
(Typed or printed name and capacity of person signing application)

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INTERCEPT COMMUNICATIONS TECHNOLOGIES, INC.
Application by Foreign Corporation for Authorization
to Transact Business in Florida

cont. Directors

- 1) Director: Glenn W. Sturm
Nelson Mullins Riley & Scarborough, LLP
999 Peachtree Street, Suite 1400
Atlanta, Georgia 30309
- 2) Director: Susan L. Spencer
Nelson Mullins Riley & Scarborough, LLP
999 Peachtree Street, Suite 1400
Atlanta, Georgia 30309

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DIVISION OF CORPORATIONS
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Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : K90890990
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DATE INC/AUTH/FILED: 08/25/1998
JURISDICTION : GEORGIA
PRINT DATE : 03/30/1999
FORM NUMBER : 211

NELSON, MULLINS, RILEY & SCARBOROUGH
SHERRY D. HALL
999 PEACHTREE ST., STE. 1400
ATLANTA, GA 30309

CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

INTERCEPT COMMUNICATIONS TECHNOLOGIES, INC.
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Cathy Cox

Cathy Cox
Secretary of State