

F99000002333

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

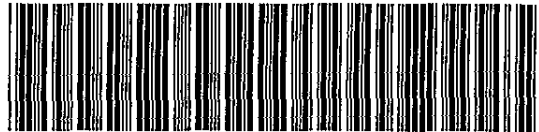
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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*Gregory Canova gave  
authority to collect  
dates.  
3/23 ac*

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04 MAR 23 PM 3:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*3/23  
ac/klg*

**TRANSMITTAL LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Big Apple Telecommunications, Inc.  
(Name of corporation)

**DOCUMENT NUMBER:** F99000002333

The enclosed Amendment and fec are submitted for filing.

Please return all correspondence concerning this matter to the following:

Gregory P. Canova  
(Name of person)

Cooper Communications Group, Inc.  
(Name of firm/company)

1101 Stewart Avenue, Suite 2E  
(Address)

Garden City, NY 11530  
(City/state and zip code)

For further information concerning this matter, please call:

Gregory P. Canova at ( 516 ) 745-9100  
(Name of person) (Area code & daytime telephone number)

Enclosed is a check for the following amount:

\$35.00 Filing Fee

\$43.75 Filing Fee & Certificate of Status

\$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)

\$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

**Mailing Address:**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**  
Amendment Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399



March 10, 2004

Florida Department of State  
Secretary of State  
Division of Corporations  
Amendment Section  
PO Box 6327  
Tallahassee, FL 32314

RE: Big Apple Telecommunications, Inc.  
Ref Number F99000002333

Enclosed please find our Corporation Reinstatement Application that was returned to us together with an Amendment filing reflecting the change to our corporate name that occurred on June 25, 2002.

I trust that you will now find the enclosed Application to be in order and please do not hesitate to contact me directly should you have any questions regarding the foregoing.

Sincerely,

Gregory P. Canova  
Vice President

**PROFIT CORPORATION**  
**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO**  
**APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**  
(Pursuant to s. 607.1504, F.S.)

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

F99000002333  
(Document number of corporation (if known))

1. Big Apple Telecommunications, Inc.  
(Name of corporation as it appears on the records of the Department of State)

2. New York  
(Incorporated under laws of)

3. 05/05/99  
(Date authorized to do business in Florida)

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04 MAR 23 PM 3:50  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**SECTION II**  
**(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 06/19/02

5. Cooper Communications Group, Inc.  
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

\_\_\_\_\_  
(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

\_\_\_\_\_  
(New jurisdiction)

\_\_\_\_\_  
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Gregory P. Canova  
(Typed or printed name of person signing)

03/10/04  
(Date)

Vice President  
(Title of person signing)

State of New York }  
Department of State } ss:

*I hereby certify that the annexed copy has been compared with the original document filed by the Department of State and that the same is a true copy of said original.*

*Witness my hand and seal of the Department of State on*

**March 19, 2004**



A handwritten signature in black ink, appearing to read "R. A. S.", is written over the printed name of the Secretary of State.

*Secretary of State*

NCR - 26

F020619000539

CERTIFICATE OF AMENDMENT

OF

THE CERTIFICATE OF INCORPORATION

OF

BIG APPLE TELECOMMUNICATIONS, INC.

Under Section 805 of the Business Corporation Law of the State of New York

Big Apple Telecommunications, Inc. (hereinafter called the "Corporation"), a corporation organized and existing under the Business Corporation Law of the State of New York, does hereby certify as follows:

**FIRST:** The name of the Corporation is Big Apple Telecommunications, Inc. (the "Corporation")

**SECOND:** The Certificate of Incorporation of the Corporation was filed with the Department of State of the State of New York on May 23, 1985.

**THIRD:** The Certificate of Incorporation is hereby amended to change the name of the Corporation to Cooper Communications Group, Inc.

**FOURTH:** To accomplish the foregoing amendment, Article FIRST of the Certificate of Incorporation relating to the corporate name is hereby amended in its entirety to read as follows:

**FIRST:** The name of the corporation is Cooper Communications Group, Inc. (hereinafter the "Corporation")."

**FIFTH:** The foregoing amendments of the Certificate of Incorporation of the Corporation were authorized by unanimous written consent of all the members of the Board of Directors of the Corporation, followed by the unanimous written consent of all the shareholders of all of the outstanding shares of the Corporation entitled to vote on the said amendments of the Certificate of Incorporation.

IN WITNESS WHEREOF, this instrument has been executed for, on behalf of, and in the name of the Corporation by its officers thereunto duly authorized on this 18<sup>th</sup> day of June, 2002.

**BIG APPLE TELECOMMUNICATIONS,  
INC.**

By: /s/ IRWIN COOPER

Name: Irwin Cooper

Title: Chief Executive Officer and President

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020619000539

CERTIFICATE OF AMENDMENT

TO THE

CERTIFICATE OF INCORPORATION

OF

BIG APPLE TELECOMMUNICATIONS, INC.

UNDER SECTION 805 OF THE  
BUSINESS CORPORATION LAW

FILED  
2002 JUN 19 PM 2:08

1CC  
STATE OF NEW YORK  
DEPARTMENT OF STATE  
FILED JUN 19 2002  
TAX S  
BY: *[Signature]*

Hogan & Hartson L.L.P.  
551 Fifth Avenue  
New York, New York 10176

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DRAWDOWN