



F99000002427
Ciera Network Systems, Inc.

March 26, 1999

Qualifications/Tax Lien Section

Division of Corporations

P.O. Box 6327

Tallahassee, Florida 32314

100002824761--6
-03/31/99--01017--001
*****78.75 *****78.75

Gentlemen,

Enclosed you will find our check for \$78.75 (Filing Fee and Certificate of Status).

Once you have registered Ciera Network Systems, Inc. as a Foreign Corporation doing business in Florida please send a copy of all documentation back to our office in the enclosed envelope.

If you have any questions, please contact me.

Sincerely,

Robert W. Livingston
Chief Executive Officer
rlivings@icsi.net

W99-7789

FILED
99 MAY 11 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AS 5/11/99



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 1, 1999

ROBERT W. LIVINGSTON
11200 WESTHEIMER, SUITE 900
HOUSTON, TX 77042

SUBJECT: CIERA NETWORK SYSTEMS, INC.
Ref. Number: W99000007789

We have received your document for CIERA NETWORK SYSTEMS, INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

The enclosed certificate is not acceptable.

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 399A00016504

FILED
99 MAY 11 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



April 16, 1999

FLORIDA DEPARTMENT OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Letter Number 399A00016504

Attention: Agnes Lunt, Document Specialist

Dear Ms. Lunt,

I received your letter of 4-1-99 requesting an original Certificate of Existence document from the state of Texas.

Attached is this document.

If you require additional information, please advise.

Sincerely,

A handwritten signature in black ink, appearing to read 'RW Livingston', with a stylized flourish at the end.

Robert W. Livingston
Chief Executive Officer
Email: rlivings@cieranetwork.com

FILED
99 MAY 11 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 19, 1999

ROBERT W. LIVINGSTON
11200 WESTHEIMER, SUITE 900
HOUSTON, TX 77042

SUBJECT: CIERA NETWORK SYSTEMS, INC.
Ref. Number: W99000007789

We have received your document(s) in this office, however, a copy of the document is being returned for the following:

I am returning the enclosed certificate issued by the Comptroller of public accounts as this office requires a foreign corporation to submit an original "certificate of existence" issued by the Texas Secretary of State within the last 90 days. To request such certificate please contact the Texas Secretary of States office.

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) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 799A00020091

FILED
99 MAY 11 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



May 3, 1999

Florida Department of State

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Attention: Agnes Lunt

Dear Ms. Lunt,

I have received your letter of April 19, 1999 requesting an original certificate of existence.

Enclosed you will find a certified certificate of existence issued by the Secretary of State Texas.

If you have any questions, please contact me.

Sincerely,

A handwritten signature in black ink, appearing to read 'RW Livingston', is written over the typed name.

Robert W. Livingston
Chief Executive Officer
Email: rlivings@cieranetwork.com

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99 MAY 11 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Ciera Network 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:

Robert Livingston
(Name of Person)
Ciera Network Systems Inc.
(Firm/Company)
11200 Westheimer # 900
(Address)
Houston, TX 77042
(City/State/Zip)

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

Robert Livingston at (713) 243-8766
(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

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☒ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

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99 MAY 11 PM 3:49
SECRETARY OF STATE
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. Ciera Network 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. 76-0593650
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12-28-98 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. HAVE NOT DONE BUSINESS IN Florida yet
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 11200 Westheimer #900
Houston, TX 77042
(Current mailing address)

8. COMMUNICATION SERVICES
(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: Florida INCORPORATORS, Inc.

Office Address: 1221 BRICKELL AVENUE, Suite 900
MIAMI, FL 33131, Florida, _____
(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.

FLORIDA INCORPORATORS, Inc.

Mark N. Hankins
By: Mark Hankins, President (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)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Chairman: Robert Livingston

Address: 11200 Westheimer # 900, Houston, TX 77042

Vice Chairman: _____

Address: _____

Director: JAMES Jarrett

Address: 11200 Westheimer # 900, Houston, TX 77042

Director: _____

Address: _____

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

President: JAME Jarrett

~~Sec~~

Address: 11200 Westheimer # 900, Houston, TX 77042

Vice President: _____

Address: _____

C.E.O. ~~Secretary~~: Robert Livingston

Address: 11200 Westheimer # 900, Houston, TX 77042

Treasurer: _____

Address: _____

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

13. RW Livingston

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

14. Robert Livingston - CEO

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

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99 MAY 11 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



The State of Texas

SECRETARY OF STATE

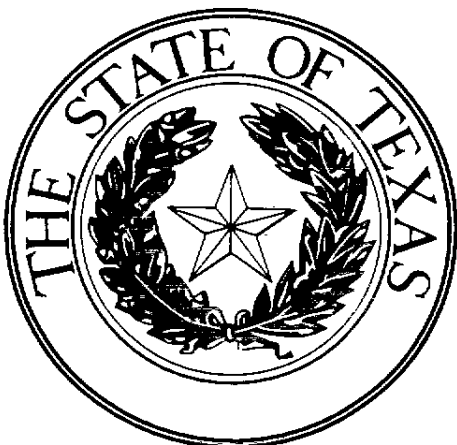
IT IS HEREBY CERTIFIED that
Articles of Incorporation of

CIERA NETWORK SYSTEMS, INC.
File No. 1518379-00

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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SECRETARY OF STATE
TAMM-SEC. FLORIDA

*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 April 27, 1999.*



Elton Bomer
Secretary of State

PH