

F99000003066



ACCOUNT NO. : 072100000032

REFERENCE : 251052 4382695

AUTHORIZATION

COST LIMIT

*Patricia Pijet*  
\$ 70.00

ORDER DATE : May 24, 1999

ORDER TIME : 10:35 AM

ORDER NO : 251052-095

CUSTOMER NO: 4382695

400002905324-12

CUSTOMER NAME: Doug Grove, Legal Asst  
Be&k Inc.  
2000 International Park Drive  
Birmingham, AL 35243

RECEIVED  
99 JUN 15 PM 12:22  
DEPARTMENT OF REVENUE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: NORTH STAR COMMUNICATIONS  
GROUP, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JUN 15 PM 1:24

AL JUN 15 1999

**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. NORTH STAR COMMUNICATIONS 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. 52-2069280

(FEI number, if applicable)

4. December 04, 1997

(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 817.155, F.S.)

7. 2000 INTERNATIONAL PARK DRIVE

BIRMINGHAM, AL 35243

(Current mailing address)

SERVICES FOR THE TELECOMMUNICATIONS INDUSTRY To engage in any act or activity for which corporations may be organized.

8.

(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

, Florida, 32301

(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.*

Corporation Service Company

By: Deborah D. Skipper  
(Registered agent's signature)

DEBORAH D. SKIPPER, Assistant Vice President

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.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JUN 15 PM 1:24

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: See attached officers/directors rider

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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

President: See attached officers/directors rider

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

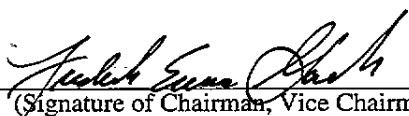
Secretary: \_\_\_\_\_

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. FREDERICK EVANS GARRICK, Secretary  
(Typed or printed name and capacity of person signing application)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JUN 15 PM 1:24

## **North Star Communications Group, Inc.**

**MAIN OFFICE**  
2000 International Park Drive  
Birmingham, AL 35243  
205-972-6000

**WEST COAST  
HEADQUARTERS**  
1540 140<sup>th</sup> Ave., N.E., Ste. 201  
Bellevue, WA 98005  
425-562-6855

---

Incorporated: 12/4/97 in Delaware  
Federal I.D.: 52-2069280

---

<b>OFFICERS:</b>	<b>OFFICE</b>	<b>OFFICER</b>	<b>LOCATION</b>
	Chief Executive Officer	<b>T. M. Goodrich</b>	AL
	President/Assistant Secretary	<b>G. D. Coons</b>	WA
	Vice President	<b>W. G. Johnson, Jr.</b>	AL
	Vice President	<b>G. D. Jones</b>	AL
	VP/GM - Telecom Solutions	<b>D. E. Flickinger</b>	WA
	VP/GM - Data Solutions	<b>Y. K. Lee</b>	WA
	VP - Business Development	<b>S. W. Weaver</b>	WA
	VP - Business Management	<b>K. L. Hill</b>	WA
	Vice President and CFO	<b>C. M. Smith</b>	AL
	Vice President and Secretary	<b>F. E. Garrick</b>	AL
	Treasurer	<b>J. S. McCarty</b>	AL
	Controller	<b>W. H. Rubar</b>	AL

---

**DIRECTORS:**

**T. M. Goodrich, Chairman**  
**C. M. Smith**  
**W. G. Johnson, Jr.**  
**G. D. Coons**

---

Qualified in: **DE, CA, NV, OR, WA**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JUN 15 PM 1:24

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NORTH STAR COMMUNICATIONS 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 TWENTY-FOURTH DAY OF MAY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JUN 15 PM 1:24



*Edward J. Freel*

Edward J. Freel, Secretary of State

2828836 8300

991206112

AUTHENTICATION:

9762841

DATE:

05-24-99