



THE UNITED STATES
CORPORATION
COMPANY

99000004012

ACCOUNT NO. : 072100000032

REFERENCE : 327259 4331602

AUTHORIZATION : Patricia Piggott

COST LIMIT : \$ 78.75

ORDER DATE : August 2, 1999

ORDER TIME : 10:10 AM

000002951110--2

ORDER NO. : 327259-005

CUSTOMER NO: 4331602

CUSTOMER: Ms. Meg Wingert
Munsch Hardt Kopf & Harr, P.c.
4000 Fountain Place
1445 Ross Avenue
Dallas, TX 75202-2790

FOREIGN FILINGS

NAME: EFLEX WIRELESS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XX CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

FILED
99 AUG -5 PM 12:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA
8/5

RECEIVED
99 AUG -5 AM 10:35
SECRETARY OF STATE
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. eflex Wireless, 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 3. 65-0936476
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 7/26/99 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 7/28/99
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 138 N. Moon, Suite A1
Brandon, Florida 33510
(Current mailing address)
Any and all lawful acts and activity for which corporations may be organized.
8. _____
(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: 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
as its agent

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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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. John D. McLean

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

14. John D. McLean, President

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

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DIRECTOR AND OFFICER RIDER**APPLICATION BY FOREIGN CORPORATION
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

<u>Name</u>	<u>Address</u>	<u>Title</u>
William C. Saunders	5735 Prestwick Lane Dallas, Texas 75252	Director and Chairman of the Board
Terry S. Parker	5735 Prestwick Lane Dallas, Texas 75252	Vice Chairman of the Board
John D. McLean	138 N. Moon, Suite A1 Brandon, Florida 33510	President and CEO
Edward L. Didion	138 N. Moon, Suite A1 Brandon, Florida 33510	Vice President
Tracy Griffin	5735 Prestwick Lane Dallas, Texas 75252	Secretary and Treasurer

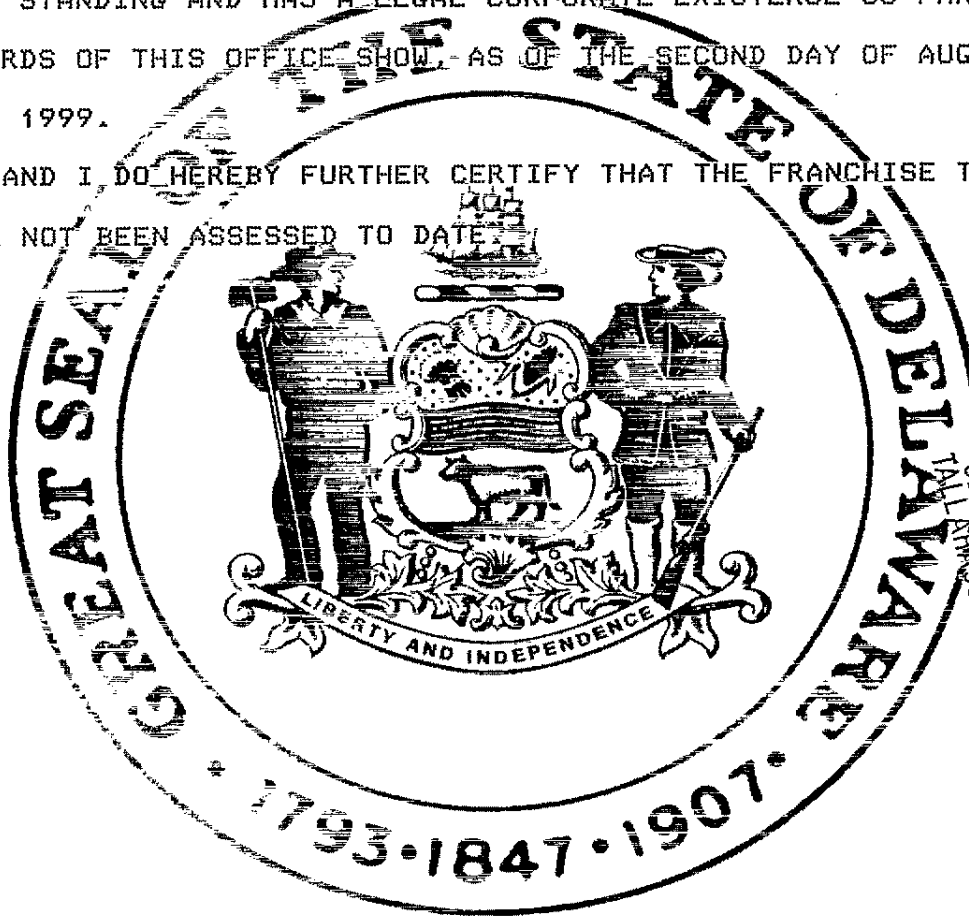
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TALLAHASSEE FLORIDA

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EFLEX WIRELESS, 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 SECOND DAY OF AUGUST, 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



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9898547
DATE: 08-02-99