



F99000004902

ACCOUNT NO. : 072100000032

REFERENCE : 381662 7107477

AUTHORIZATION :

COST LIMIT :

Patricia Pizzuto
~~\$70,000~~

ORDER DATE : September 21, 1999

ORDER TIME : 10:43 AM

ORDER NO. : 381662-005

CUSTOMER NO: 7107477

900002993889--2

CUSTOMER: Peggy Roberts, Legal Asst
Wilmer Cutler & Pickering
13th Floor
100 Light Street
Baltimore, MD 21202

FOREIGN FILINGS

NAME: AETHER SYSTEMS INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☒ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 22 AM 11:14
RECEIVED
99 SEP 22 PM 12:10
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

JK 9/22/99

**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.

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
SEP 22 AM 11:14

1. Aether 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. Delaware

(State or country under the law of which it is incorporated)

3. 52-2186634

(FEI number, if applicable)

4. August 17, 1999

(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. 11460 Cronridge Drive, Suite 106

Owings Mills, MD 21117

(Current mailing address)

To provide wireless data 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: 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)

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

Chairman: David S. Oros

Address: 11460 Cronridge Drive, Suite 106

Owings Mills, MD 21117

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
99 SEP 22 AM 11:14

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

President: David S. Oros

Address: 11460 Cronridge Drive, Suite 106

Owings Mills, MD 21117

Vice President: _____

Address: _____

Secretary: David Reymann

Address: 11460 Cronridge Drive, Suite 106

Owings Mills, MD 21117

Treasurer: David Reymann

Address: 11460 Cronridge Drive

Owings Mills, MD 21117

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. _____

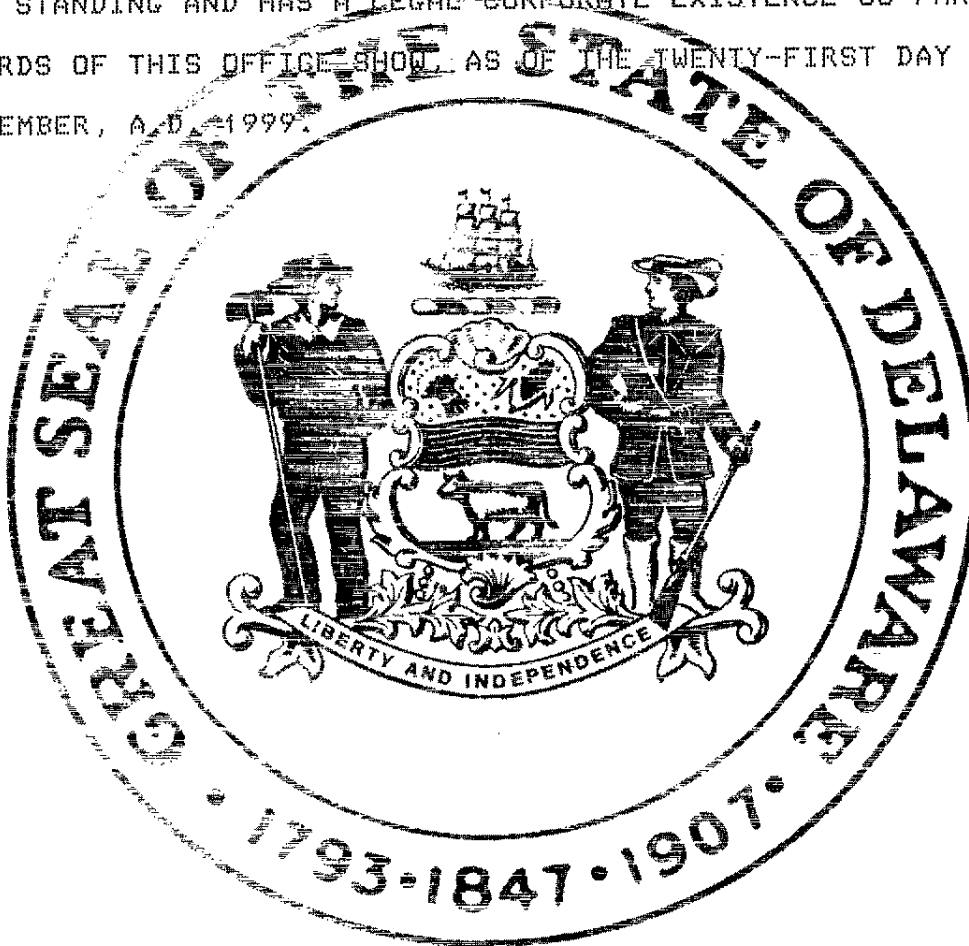
David S. Oros Chairman/CEO

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

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE
 DELAWARE, DO HEREBY CERTIFY "AETHER SYSTEMS, 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-FIRST DAY OF
 SEPTEMBER, A.D. 1999.

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 99 SEP 22 AM 11:14



Edward J. Freel

Edward J. Freel, Secretary of State

3082161 8300

991394502

AUTHENTICATION:

DATE:

9981245

09-21-99