

THE UNITED STATES  
CORPORATION  
COMPANY

F99000006755

ACCOUNT NO. : 072100000032

REFERENCE : 529387 4370089

AUTHORIZATION :

Patricia Pigute

COST LIMIT : \$ 87.50

ORDER DATE : December 24, 1999

ORDER TIME : 11:11 AM

ORDER NO. : 529387-005

CUSTOMER NO: 4370089

CUSTOMER: Ms. Justine Forelli  
Venture Law Group  
2775 Sand Hill Road

Menlo Park, CA 94025

000003083310--7

FOREIGN FILINGS

NAME: LGC WIRELESS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Janine Lazzarini

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FLORIDA DEPT. OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

W99-12/29/99  
29599



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

December 29, 1999

CSC  
ATTN: JANINE LAZZARINI

SUBJECT: LGC WIRELESS, INC.  
Ref. Number: W99000029599

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PLEASE SUBMIT  
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We have received your document for LGC WIRELESS, INC. and the authorization to debit your account in the amount of \$87.50. However, the document has not been filed and is being returned for the following:

The registered agent must sign accepting the designation.

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) 487-6917.

Gretchen Harvey  
Document Specialist Supervisor

Letter Number: 699A00060602

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TALLAHASSEE, FLORIDA

TRANSACTION  
99 DEC 29  
UNITED STATES  
DEPARTMENT OF COMMERCE  
PH 12-53

99 DEC 29  
TTED TO

- \_\_\_\_\_

*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.*

By: Tracy K. Coleman  
(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)

**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. Joshua L. Green, Secretary  
(Typed or printed name and capacity of person signing application)

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## CORPORATE OFFICERS

		<u>DATE ELECTED</u>
<b>CHAIRMAN OF THE BOARD:</b>	David J. Ladd LGC Wireless, Inc. 585 E. Brokaw Rd. San Jose, CA 95112-1017	July 24, 1997
<b>[ACTING] PRESIDENT &amp; CEO:</b>	Rod Hoo LGC Wireless, Inc. 585 E. Brokaw Rd. San Jose, CA 95112-1017	July 24, 1997
<b>CHIEF FINANCIAL OFFICER:</b>	Rod Hoo	September 18, 1997
<b>TREASURER:</b>	David Cutrer LGC Wireless, Inc. 585 E. Brokaw Rd. San Jose, CA 95112-1017	July 24, 1997
<b>VICE PRESIDENT, FINANCE:</b>	Ian Wilson LGC Wireless, Inc. 585 E. Brokaw Rd. San Jose, CA 95112-1017	August 23, 1997
<b>VICE PRESIDENT &amp; CHIEF TECHNICAL OFFICER:</b>	David Cutrer	
<b>ACTING VICE PRESIDENT, SALES: AND VICE PRESIDENT, BUSINESS DEVELOPMENT</b>	John Georges LGC Wireless, Inc. 585 E. Brokaw Rd. San Jose, CA 95112-1017	
<b>VICE PRESIDENT, MANUFACTURING OPERATIONS</b>	Dermot Conlon LGC Wireless, Inc. 585 E. Brokaw Rd. San Jose, CA 95112-1017	

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## DIRECTORS

TOTAL NO. AUTHORIZED: Set at 7 as of July 24, 1997

<u>DIRECTOR'S NAME &amp; ADDRESS</u>	<u>TELEPHONE/FACSIMILE/ETC.</u>	<u>DATE ELECTED</u>
David J. Ladd 7431 East High Point Drive Scottsdale, AZ 85262	Phone: (408) 324-3422 Fax: (408) 324-2552	July 24, 1997
Peter Wolken AVI Capital Management One First Street, Suite 12 Los Altos, CA 94022	Phone: (415) 949-9862 Fax: (415) 949-8510	July 24, 1997
Rod Hoo LGC Wireless, Inc. 585 East Brokaw Road San Jose, CA 95112-1017	Phone: (408) 487-2420 Fax: (408) 487-2410 Cell Phone: (408) 234-9187	July 24, 1997
Ronald W. White GSM Capital Limited Partnership 210 Broadway, Ste. 10 Lynnfield, MA 01940	Phone (781) 592-5250	June 15, 1998

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DIVISION OF CORPORATIONS  
STATE OF CALIFORNIA

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LGC 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 TWENTY-SEVENTH DAY OF DECEMBER, A.D. 1999.

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

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "LGC WIRELESS, INC." WAS INCORPORATED ON THE THIRTEENTH DAY OF MAY, A.D. 1997.



*Edward J. Freel*

Edward J. Freel, Secretary of State

2750488 8300

AUTHENTICATION: 0163271

991560282

DATE: 12-27-99

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