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WILLIAM J. ST. JOHN, JR.

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August 31, 2002

Division of Corporations
Registration Section
409 E. Gaines Street
Tallahassee, FL 32399

SENT VIA FEDERAL EXPRESS

Re: MTS Holdings, LLC

600006846256--7
-08/01/02--01017--002
****160.00 ****160.00

Dear Sir or Madam:

Enclosed please find the Application By Foreign Limited Liability Company For Authorization To Transact Business in Florida for the above referenced limited liability company, along with an original Certificate of Legal Existence from the Connecticut Secretary of State.

I have also enclosed a check in the amount of \$160.00 representing the following:

1. \$125.00 - Application By Foreign Limited Liability Company For Authorization To Transact Business in Florida filing fee; and
2. \$30.00 - Certified Copy Fee;
3. \$5.00 - Certificate of Status Filing Fee.

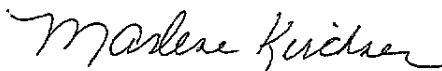
Further enclosed please find a pre-printed Federal Express airbill with our firm's account number. Please ship the above referenced fully processed documents via Federal Express courier.

If you should have any questions concerning the foregoing, please feel free to contact me.

Name	Thank you.
Availability	
Document Examiner	DCC
Updater	DCC
Updater Verifier	DCC
Enclosures	DCC
W. P. Verifier	DCC

Very truly yours,

ST. JOHN, SCAPPINI, LOMBARD & STEVENS



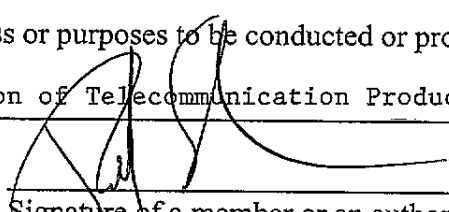
Marlene Kirchner
Legal Assistant to Richard J. Scappini

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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

1. MTS Holdings, LLC
(Name of foreign limited liability company)
2. Connecticut
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 01-0710679
(FEI number, if applicable)
4. 6/6/02
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Have not transacted business yet. Will transact business upon qualification.
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 105 Progress Lane
Waterbury, CT 06705
(Street address of principal office)
8. If limited liability company is a manager-managed company, check here ☒
9. The name and usual business addresses of the managing members or managers are as follows:
Peter J. Sandore
105 Progress Lane
Waterbury, CT 06705
10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)
11. Nature of business or purposes to be conducted or promoted in Florida: The Manufacturing, Sale
and Distribution of Telecommunication Products and Services.


Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Peter J. Sandore

Typed or printed name of signee

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

MTS Properties, LLC

2. The name and the Florida street address of the registered agent and office are:

Jim Schultz

(Name)

508 Commerce Way

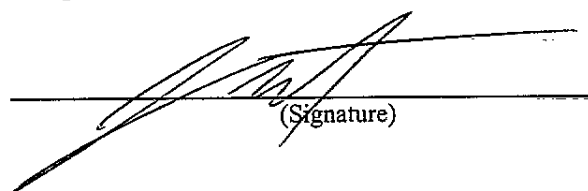
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Jupiter,

FL 33458

(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.


(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

Office of the Secretary of the State of Connecticut

I, the Connecticut Secretary of the State,
and keeper of the seal thereof, DO HEREBY CERTIFY, that

MTS HOLDINGS, LLC

is in existence.

A handwritten signature in cursive script, reading "Susan Byniewicz", is written over a horizontal line.

Secretary of the State

Date Issued: July 24, 2002