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ACCOUNT NO. : 072100000032

REFERENCE : 255521

7247594

AUTHORIZATION

COST LIMIT

ORDER DATE: March 14, 2005

ORDER TIME : 3:24 PM

ORDER NO. : 255521-005

CUSTOMER NO: 7247594

CUSTOMER: Lillian Parker

Stern & Kilcullen 75 Livingston Avenue

Roseland, NJ 07068

#### FOREIGN FILINGS

NAME: ZAPT WIRELESS, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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CONTACT PERSON: Amanda Haddan -- EXT# 2955

EXAMINER:

### APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

(Name of Foreign Limited Liability Company)  2 STATE OF DELAWARE  (Jurisdiction under the law of which foreign limited liability company is organized)  4 FEBRUARY 27, 2005  (Date of Organization)  5 PERFETUAL  (Ourstion: Year limited liability company will sease to exist or "perpetual")	ZAPT WIRELESS, LLC	·
[Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized)  FEBRUARY 23, 2005  (Date of Organization)  (Despiration year limited liability company will despet of exist or "perpetual")  (Despiration year limited liability company will despet of exist or "perpetual")  (See section 508,501 & 508,502 F.S. to determine penalty liability)  100 N. BISCAYNE BOULEVARD, SUITE 21083, MIAMI, FL 13132  (Street Address of Principal Office)  If limited liability company is a manager-managed company, check here   (Street Address of Principal Office)  The partie and usual business addresses of the managing members or managers are as follows:  GERHARD SOCL, SOLE MEMBER  100 N. BISCAYNE BOULEVARD, SUITE 21083, MIAMI, FL 33132  O. Attached is an original crafficate of existence, no more than 90 days old, duly surhemicated by the official baving custody of reprincipal under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a and attorn of the cartificate under odth of the translator must be submitted.)  1. Nature of business or purposes to be conducted or promoted in Florida: any lawful, set or activity within the purposes top which 1 imized 114bility/company may be organized. Signature of a member or an authorized representative of a member.	•	Liability Company)
[Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized)  FEBRUARY 27, 2005  (Date of Organization)  (Description (Organization)  (Description (Organization)  (Description (Organization)  (Description (Organization)  (See sections 608,501 & 608,502 F.S. to determine penalty liability)  100 N. BISCAYNE BOULEVARD, SUITE 21083, MIAMI, FL 13132  (Street Address of Principal Office)  If limited liability company is a manager-managed company, check here   (Street Address of Principal Office)  The parme and usual business addresses of the managing members or managers are as follows:  GERHARD SOGL, SOLE MEMBER  100 N. BISCAYNE BOULEVARD, SUITE 21083, MIAMI, FL 33132  O. Arached is an original crafficate of existence, no more than 90 days old, duly surhemicated by the official baving custody of representation of the cartificate is in a faction language, a andstion of the cartificate under oath of the translator must be submitted.)  1. Nature of business or purposes to be conducted or promoted in Florida: any lewful, sect or activity within the purposes toy which limited 114bility/company may be organized Signature of a member.	STATE OF DELAWARE	2 20-2445334
(Oursilon: Year limited liability company will sease to exist or "perpetual")  Upon filling of this application  (Determine description (Determine application)  (Sea sections 608,501 & 608,502 F.S. to determine penalty liability)  100 N. BISCAYNE BOULEVARD, SUITE 210B3, MIAMI, FL 33132  (Street Address of Principal Office)  If limited liability company is a manager-managed company, check here   (Street Address of Principal Office)  The name and usual business addresses of the managing members or managers are as follows:  GERHARD SOCL, SOLE MEMBER  100 N. BISCAYNE BOULEVARD, SUITE 210B3, MIAMI, FL 33132  O. Arached is an original cartificate of existence, no more than 90 days old, duly authenticated by the official liaving custody of recipitation under the law of which it is granized. (A photocopy is not acceptable. If the cartificate is in a foreign language, a ansation of the cartificate under each of the translator must be submitted.)  1. Nature of business or purposes to be conducted or promoted in Florida: any lawful act or activity within the purposes for which limited 114bility/company may be organized. Signature of a member or an authorized representative of a member.	(Jurisdiction under the law of which foreign limited liability	
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(Dete first transacted business in Florida, if prior to registration.)  (See sections 608,501 & 608,502 F.S. to determine penalty liability)  100 N. BISCAYNE BOULEVARD, SUITE 21083, MIAMI, FL 131322  (Street Address of Principal Office)  (Street Address of Principal Office)  If limited liability company is a manager-managed company, check here   (Street Address of Principal Office)  The name and usual business addresses of the managing members or managers are as follows:  GERHARD SOGL, SOLE MEMBER  100 N. BISCAYNE EQULEVARD, SUITE 21083, MIAMI, FL 33132  (A Arached is an original certificate of edistence, no more than 90 days old, duly authenticated by the official lawing custody of recipiralization under the law of which it is cranized. (A photocopy is not acceptable. If the certificate is in a foreign language, a instation of the certificate under each of the translator must be submitted.)  1. Nature of business or purposes to be conducted or promoted in Florida: any lawful act or activity within the purposes for which I imized 1 jability/company may be organized.  Signature of a member or an authorized representative of a member.	(Date of Organization)	
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Signature of a member or an authorized representative of a member.	. Nature of business or purposes to be conducted o	or promoted in Florida: any lawful act or
an affirmation under the penalties of perjury that the facts stated herein are true.)	Signature of a member or an as	uthorized representative of a member.
GERHARD SOGL, SOLE MEMBER  Typed or printed name of signee	an allismation under the penalties of por	jury that the facts stated herein are true.)

#### 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.

. The name of the capt_wireless,	ne Limited Liability Company is:
2. The name and	the Florida street address of the registered agent and office are:
• .	erhard soci
-	(Name)
<u> </u>	CO N. BISCAYNE BOULEVARD, SULTE 210B3  Florida Street Address (P.O. Box NOT ACCEPTABLE)
<b>)</b> 40	DAMI FL 33132
_	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, Florida Statutes.

GERHARD SOGJ.

By:

(Signature)

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

## Delaware

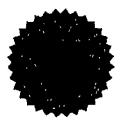
PAGE 3

#### The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ZAPT WIRELESS, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTEENTH DAY OF MARCH, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ZAPT WIRELESS, LLC" WAS FORMED ON THE TWENTY-SECOND DAY OF FEBRUARY, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



Warnet Smith Windson, Secretary of State

AUTHENTICATION: 3741323

3929247 8300

050210993

DATR: 03-14-05 RX TIME 03/14 '05 14:47