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PICK-UP	MAIT	MAIL MAIL
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Certified Copies	_ Certificates	s of Status
Special Instructions to	Filling Officer:	

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ACCOUNT NO. : 07210000032

REFERENCE : 528991

4842B

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AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE: August 8, 2005

ORDER TIME : 10:58 AM

ORDER NO. : 528991-010

CUSTOMER NO:

4842B

CUSTOMER: Kristy Koeltzow

Faegre & Benson Llp 3200 Wells Fargo Center 1700 Lincoln Street Denver, CO 80203

FOREIGN FILINGS

NAME:

MILLENNIUM VENTURE GROUP

WIRELESS, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_ CERTIFIED COPY XX PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Haddan -- EXT# 2955

EXAMINER:



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

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA: Millennium Venture Group Wireless, LLC (Name of Foreign Limited Liability Company) (Jurisdiction under the law of which foreign limited liability company is organized) 4, 10/09/2001 Perpetual (Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual") 6 Upon qualification (Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability) 7. 1999 Broadway, Suite 3225 Denver, Colorado 80202 (Street Address of Principal Office) 8. If limited liability company is a manager-managed company, check here [7] 9. The name and usual business addresses of the managing members or managers are as follows: David A. Fisher, 1999 Broadway, Suite 3225, Denver, CO 80202 Jeffrey A. Samberg, 1999 Broadway, Suite 3225, Denver, CO 80202 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: Wireless communications

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.)

Typed or printed name of signee

David A. Fisher

# 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.

Millennium	Venture Group Wireless,	LLC	
2. The name	and the Florida street addres	s of the registered agent and office are	<del>)</del> ;
	Corporation Service	Company	
		(Name)	<del></del>
	1201 Hays Street		
	Florida Street A	ddress (P.O. Box NOT ACCEPTABLE)	···-
	Tallahassee	FL 32301	
		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.

Corporation Service Company

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)

## OFFICE OF THE SECRETARY OF STATE OF THE STATE OF COLORADO

### CERTIFICATE

I, Donetta Davidson, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office.

MILLENNIUM VENTURE GROUP WIRELESS, LLC

#### is a Limited Liability Company

formed or registered on 10/09/2001 under the law of Colorado, has complied with all applicable requirements of this office, and is in good standing with this office. This entity has been assigned entity identification number 20011194091 .

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 07/29/2005 that have been posted, and by documents delivered to this office electronically through 08/04/2005 @ 11:19:31 .

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Denver, Colorado on 08/04/2005 @ 11:19:31 pursuant to and in accordance with applicable law. This certificate is assigned Confirmation Number 6274701.



Secretary of State of the State of Colorado

Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Certificate Confirmation Page of the Secretary of State's Web site, http://www.sos.state.co.us/biz/CertificateSearchCriteria.do entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, http://www.sos.state.co.us/ click Business Center and select "Frequently Asked Questions."