

M99000000712

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REFERENCE:

0173 . 6589

DATE:

4-29-99

CONTACT:

CINDY HICKS

FROM:

CORPORATE & CRIMINAL RESEARCH SERVICES

103 N. MERIDIAN STREET

TALLAHASSEE, FL 32301

TELEPHONE:

222-1173

SUBJECT:

Globe Wireless LLC

FILED
99 APR 29 AM 11:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE FEES PREPAID WITH CHECK # 09625 FOR \$ 346.25

900002856659--5
-04/29/99--01080--012
****346.25 ****346.25

PLEASE FILE:

() ARTICLES OF INC.

() AMENDMENT

() DISSOLUTION

() ANNUAL REPORT

() MERGER

() WITHDRAWAL

() LIMITED PARTNERSHIP () ANNUAL REPORT

() LIMITED LIABILITY () REINSTATEMENT

() UCC-1 () UCC-3

① address of member
② Date 1st transact business
③ Date of property

Name Availability	QUALIFICATION
Document Examiner	FICTITIOUS NAME
Updater	TRADEMARK/SERVICE
Updater Verifier	CERTIFIED COPY
Acknowledgement	DCC
W. P. Verifier	DCC
Examiner's Initials	

PROVIDE US WITH:

() CERTIFICATE OF STATUS

() STAMPED COPY

M99000000712

M9900000010103

99 APR 29 AM 11:39
RECEIVED
CORPORATION



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 29, 1999

CINDY HICKS
CCRS
103 N MERIDIAN STREET
TALLAHASSEE, FL 32301

SUBJECT: GLOBE WIRELESS LLC
Ref. Number: W99000010103

We have received your document for GLOBE WIRELESS LLC and your check(s) totaling \$346.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

The document must contain the name, title, and business address of each managing member or manager who will manage the foreign limited liability company in the state of Florida. Please insert "MGRM" in the title portion for each managing member and "MGR" in the title portion for each manager.

You must provide this office with the agreed value and a written description of the property and/or services you refer to in your affidavit. You may amend your affidavit to include this description or include an attachment.

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) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 499A00023042

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. GLOBE WIRELESS LLC
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
2. DELAWARE
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 52-2165183
(FEI number, if applicable)
4. APRIL 20, 1999
(Date of Organization)
5. PERPETUAL
(Duration: Year limited liability company will cease to exist or "perpetual")
6. UPON QUALIFICATION
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 550 PILGRIM DRIVE
FOSTER CITY, CALIFORNIA 94404 ATTN: CFO
(Street address of principal office)

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 TALLAHASSEE, FLORIDA

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
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GLOBE WIRELESS, INC.	MANAGING MEMBER	550 PILGRIM DRIVE	
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SECCOR SMT, INC.	MEMBER		
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C/O	KENNETH E. JONES	CHAIRMAN	
		CEO	
	WILLIAM A. SPRANDE	UP FINANCE	
		CFO	

9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state 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.)

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of _____

GLOBE/DIRELESS LLC

certifies: _____

1) the above named limited liability company has at least two members;

2) the total amount of cash contributed by the member(s) is _____

\$500,000;

3) if any, the agreed value of property other than cash contributed by member(s) is _____

\$19,500,000

(A description of the property is attached and made a part hereto.)

and Fixed Assets, Tangibles, Inventory and Receivables.

4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is _____

\$20,000,000.

(This total includes amounts from 2 and 3 above.)

William A. Spazante

Signature of a member or an authorized representative of a member:

(In accordance with section 608.408(3), Florida Statutes, the execution of this
affidavit constitutes an affirmation under the penalties of perjury that the facts
stated herein are true.)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 APR 29 AM 11:20

FILED

William A. Spazante

Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit

**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:

Globe Wireless, LLC

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

NRAI Services, Inc.

(Name)

526 East Park Avenue

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


Tallahassee

FL 32301

City/State/Zip

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.



(Signature)

Charles Baclet, Vice President

Filing Fee: \$ 35 for Designation of Registered Agent

State of Delaware
Office of the Secretary of State

PAGE 1

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GLOBE WIRELESS, LLC" WAS FORMED ON THE TWENTIETH DAY OF APRIL, A.D. 1999.

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

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99 APR 29 AM 11:20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA




Edward J. Freel, Secretary of State

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AUTHENTICATION:

9708922

DATE:

04-27-99