

CORPORATE
ACCESS,
INC.

M99000000806

2500 West 11th Avenue, Tallahassee, Florida 32301
P.O. Box 370 (323) 5-7066 ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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Foreign/LLC

1.) United Telecom LLC
(CORPORATE NAME & DOCUMENT #)

2.)
(CORPORATE NAME & DOCUMENT #)

3.)
(CORPORATE NAME & DOCUMENT #)

4.)
(CORPORATE NAME & DOCUMENT #)

5.)
(CORPORATE NAME & DOCUMENT #)

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SPECIAL INSTRUCTIONS

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RESOLUTION

WHEREAS, the name of this limited liability company is presently being used by another corporation or business in the State of Florida, and

WHEREAS, the limited liability company cannot obtain the use of this name,

THEREFORE, BE IT RESOLVED, that this limited liability company shall use the assumed name, UTLC LLC
for transacting business in the State of Florida.

APPROVED on 5/25, 1999, by the 100% vote of the Members of
United Telecom LLC.


Samy Mahfar, Member, Manager

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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:

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1. United Telecom, 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. New York
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 11-3390684
(FEI number, if applicable)
4. 11-7-97
(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. 175 Great Neck Road, Suite 404
Great Neck, NY 11021
(Street address of principal office)

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:
<u>Samy Mahfar</u>	<u>MGRM/MGR</u>	<u></u>	<u></u>
<u>175 Great Neck Rd, Suite 404</u>		<u></u>	
<u>Great Neck, NY 11021</u>		<u></u>	
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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**

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The undersigned member or authorized representative of a member of United Telecom, LLC
_____ certifies: _____

1) the above named limited liability company has at least one member;

2) the total amount of cash contributed by the member(s) is \$ 200,000 ; _____

3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0 ;
(A description of the property is attached and made a part hereto.)
and

4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is \$ 200,000 . _____
(This total includes amounts from 2 and 3 above.)



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.)

Samy Mahfar, Member

Typed or printed name of signer

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:

United Telecom, LLC

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

NRAI Services, Inc.

(Name)

526 E. Park Avenue

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

Tallahassee

FL

32301

City/State/Zip

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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.

Beth Perrizo

(Signature)

Beth Perrizo, Assistant Secretary

Filing Fee: \$ 35 for Designation of Registered Agent

State of New York
Department of State } **ss:**

I hereby certify, that UNITED TELECOM, LLC a NEW YORK limited liability company filed a Certificate of Articles of Organization pursuant to section 203 of the Limited Liability Company Law on 06/11/1997, and that the limited liability company is subsisting so far as shown by the records of the Department.

A Certificate of Affidavit of Publication of UNITED TELECOM, LLC was filed on 01/20/1998.

A Certificate of Affidavit of Publication of UNITED TELECOM, LLC was filed on 01/20/1998.

The limited liability company has filed proofs of publication under section 206 of the Limited Liability Company Law.

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Witness my hand and the official seal
of the Department of State at the City
of Albany, this 26th day of May
one thousand nine hundred and
ninety-nine.

Special Deputy Secretary of State

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