

Document Number Only

F00000006394

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
850-222-1092

DATE: 11/16

200003467832--4
-11/16/00--01055--009
*****70.00 *****70.00

Corporation(s) Name

200003467832--4
-11/16/00--01055--010
***2300.00 ***2300.00

Marconi Communications Federal, Inc.

- Profit
- Nonprofit
- Amendment
- Merger
- Foreign
- LLC
- Dissolution
- Withdrawal
- Limited Partnership
- UBR
- Other
- Reinstatement
- Fictitious Name
- Ch. RA
- UCC
- 1 or
- 3

***Special Instructions**

- Certified Copy
- Photocopies
- CUS
- arts/ameds/mergers
- Other-See Above
- Walk in
- Pick-up
- Will Wait

CF - 70.00
Adm - 2,300.00

Please Return Filed Stamped
Copies To:

Carol Clark

Thank You!

Br 11/16

FILED
NOV 16 PM 2:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 20, 2000

FORE SYSTEMS FEDERAL INC
1000 FORE DR
WARRENDALE, PA 15086-7502

FEI #: 25-1744631

00 NOV 16 PM 2:55
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To Whom It May Concern:

Based upon a comparison of our corporate database with data provided by the Florida Department of Revenue, it appears that this corporation may be transacting business in Florida without authority from the Florida Department of State, Division of Corporations, to do so.

According to data obtained from the Florida Dept. of Revenue in accordance with section 213.053(14), Florida Statutes, this entity is currently registered as obligated to file a corporation income tax return with the State of Florida. Because the corporation conducts sufficient business activities within the state of Florida to warrant its compliance with Florida's revenue laws, it is incumbent upon the corporation to review and determine whether and how sections 607.1501-607.1532, Florida Statutes, (a copy of which are enclosed) apply to its present situation.

If, after reviewing the enclosed, you determine the corporation is presently transacting business in Florida within the meaning of s. 607.1501, F.S., complete and submit the enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida" along with the appropriate fees and documentation. If the corporation is not presently transacting business in Florida, complete and submit the enclosed "Statement Concerning Authority to Transact Business in Florida by a Foreign Corporation".

To avoid the necessity of any further action on the part of this office, you must return one of the appropriate forms mentioned above within the next thirty (30) days. Should you have any questions regarding this matter, you may call the Registration/Tax Lien Section at (850) 487-6091, or write P.O. Box 6327, Tallahassee, Florida 32314.

PLEASE NOTE THE DIVISION OF CORPORATIONS RECOMMENDS THAT CORPORATE DOCUMENTS BE REVIEWED BY YOUR LEGAL COUNSEL. THE DIVISION OF CORPORATIONS IS MERELY A FILING AGENCY AND AS SUCH DOES NOT RENDER ANY LEGAL, ACCOUNTING, OR TAX ADVICE. THE PROFESSIONAL ADVICE OF YOUR LEGAL COUNSEL TO ASCERTAIN EXACT COMPLIANCE WITH ALL STATUTORY REQUIREMENTS IS STRONGLY RECOMMENDED.

Division of Corporations

Marconi

Marconi Communications
1000 Fore Drive
Warrendale, PA 15086-7582
724-742-6444
www.marconi.com

SECRET
TALLAHASSEE, FLORIDA
NOV 10 2000 2:55

November 10, 2000

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Marconi Communications Federal, Inc. FEIN: 25-1744631
(formerly Fore Systems Federal, Inc.)

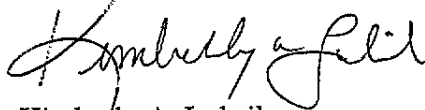
Dear Madam or Sir:

This is to respond to your correspondence sent to Fore Systems Federal, Inc. Fore Systems Federal, Inc. legally changed its name to Marconi Communications Federal, Inc. A copy of the Amendment to the Articles of Incorporation is enclosed as evidence.

Therefore, please find enclosed an Application by Foreign Corporation for Authorization to Transact Business in Florida for Marconi Communications Federal, Inc.

If you have any questions concerning this matter, please contact me at 724-742-7641.

Sincerely,



Kimberly A. Luksik
Tax Department Assistant

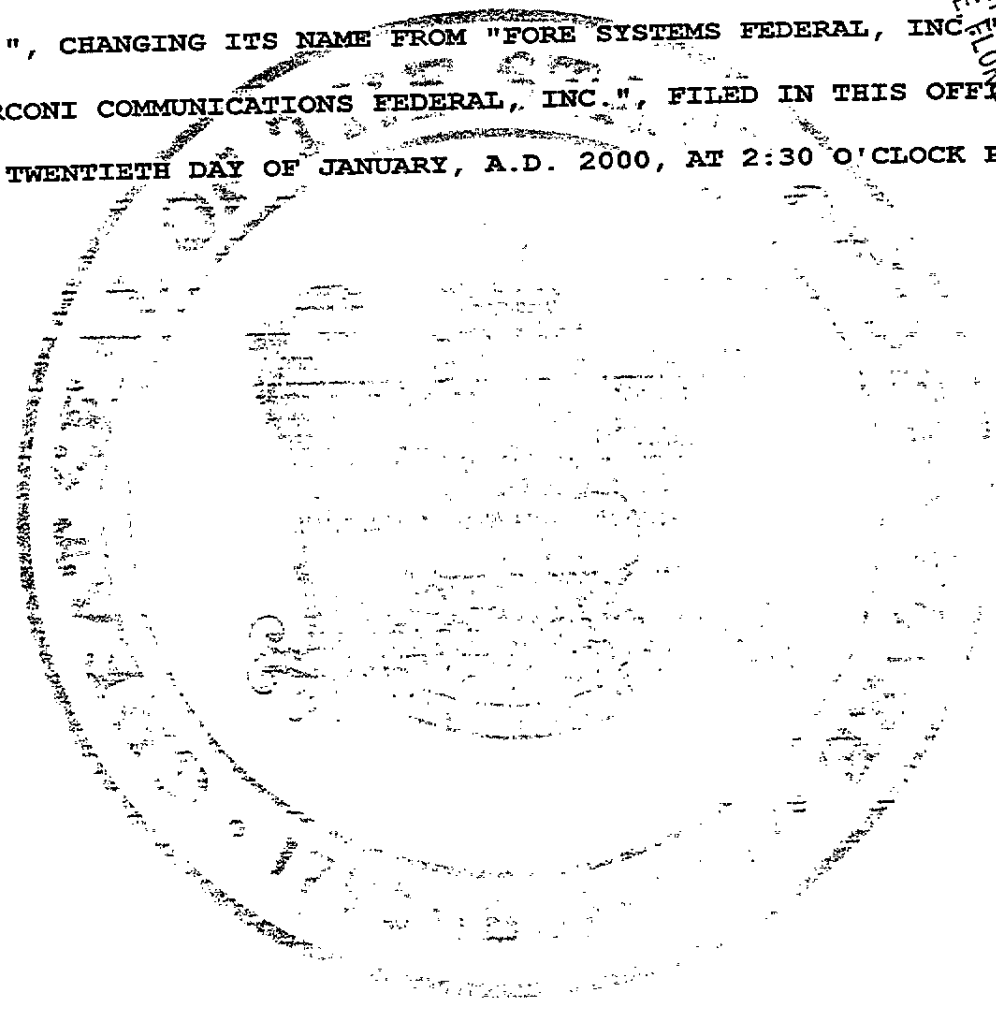
Enclosures

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "FORE SYSTEMS FEDERAL INC.", CHANGING ITS NAME FROM "FORE SYSTEMS FEDERAL, INC." TO "MARCONI COMMUNICATIONS FEDERAL, INC.", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF JANUARY, A.D. 2000, AT 2:30 O'CLOCK P.M.

FILED
JAN 18 PM 2:35
SECRETARY OF STATE
TALLAHASSEE FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

0227130

AUTHENTICATION:

01-31-00

DATE:

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001047669

01/31/2000

14:04

DIU OF CORPS → 913026555047

JAN 20 2000 14:18 FR MORGAN LEWIS
JAN-20-2000 13:49

4125683399 TO 12425405744
STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 02:30 PM 01/20/2000
001031289 - 2428335

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF INCORPORATION
OF
FORE SYSTEMS FEDERAL, INC.**

Pursuant to Section 242 of the Delaware
General Corporation Law

FILED
00 NOV 16 PM 2:55
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

FORE Systems Federal, Inc., a Delaware corporation (the "Corporation"), hereby certifies

follows:

FIRST: The Certificate of Incorporation of the Corporation (the "Certificate of Incorporation") was filed in the Office of the Secretary of State of the State of Delaware on August 19, 1994 and was amended by a Certificate of Amendment filed in the Office of the Secretary of State of the State of Delaware on August 30, 1994.

SECOND: The Certificate of Incorporation is hereby amended by deleting Article **FIRST** of the Certificate of Incorporation in its entirety and inserting in its place the following new Article **FIRST:**

"FIRST: The name of the Corporation is:
Marconi Communications Federal, Inc."

THIRD: This amendment to the Certificate of Incorporation was duly adopted by the unanimous written consent, dated January 14, 2000, of the Board of Directors of the Corporation and by the written consent, dated January 14, 2000, of the sole stockholder of the Corporation in accordance with Sections 141(f), 228(a) and 242 of the General Corporation Law of the State of Delaware.

01/31/2000

14:04

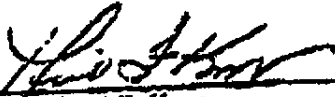
DIV OF CON

JAN 28 2000 14:18 FR MORGAN LEWIS

4125603399 TO 1242540426270001 P.03/03

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to Certificate of Incorporation to be executed as of this 14th day of January, 2000.

FORE SYSTEMS FEDERAL, INC.

By: 
Name: Richard F. Kent
Title: President

FILED
00 NOV 19 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Marconi Communications Federal Inc. (Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware (State or country under the law of which it is incorporated) 3. 25-1744631 (FEI number, if applicable)

4. 8/19/94 (Date of incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. 4/1/98 (Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.") (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 1000 Fore Drive Warrendale, PA 15086 (Principal office address)

1000 Fore Drive, Warrendale, PA 15086 (Current mailing address)

8. To engage in any lawful act or activity for which corporations may be organized (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324 (City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Luann Davis (Registered agent's signature)

LUANN DAVIS, ASST. Sec.

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

FILED 00 NOV 18 PM 2:55 SECRETARY OF STATE TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Director
Chairman: Peter J. Rowley
Address: 1000 Fore Drive
Warrendale, PA 15086

Director
Vice Chairman: Richard F. Kent
Address: 5457 Twin Knolls Road
Columbia, MD 21045

Director: Gerald F. Kolosvary
Address: 5457 Twin Knolls Road
Columbia MD 21045

Director: William E. Bridgwater
Address: 1000 Fore Drive
Warrendale, PA 15086

FILED
NOV 18 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. OFFICERS

President: Richard F. Kent
Address: 5457 Twin Knolls Road
Columbia MD 21045

Vice President: _____
Address: _____

Secretary: Gerald F. Kolosvary
Address: 5457 Twin Knolls Road, Columbia, MD 21045

Treasurer: Richard F. Kent
Address: 5457 Twin Knolls, Columbia, MD 21045

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. PJ Ro - 1 -
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Peter J. Rowley, Director
(Typed or printed name and capacity of person signing application)

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MARCONI COMMUNICATIONS FEDERAL, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTIETH DAY OF OCTOBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

FILED
OCT 16 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Edward J. Freel
Edward J. Freel, Secretary of State

2428335 8300

AUTHENTICATION: 0763299

001545094

DATE: 10-30-00