



FOI000004757

ACCOUNT NO. : 072100000032
 REFERENCE : 455049 4307875
 AUTHORIZATION : *Patricia Pizito*
 COST LIMIT : \$ 70.00

FILED
 01 SEP -7 PM 3:04
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

ORDER DATE : August 31, 2001
 ORDER TIME : 10:21 AM
 ORDER NO. : 455049-035
 CUSTOMER NO: 4307875

300004575353--7

CUSTOMER: Jane Tucker, Legal Asst
 Gibson Dunn & Crutcher Llp
 1050 Connecticut Avenue, N.w.
 Suite 900
 Washington, DC 20036

FOREIGN FILINGS

NAME: TAC LICENSE CORP.

BK

XXXX QUALIFICATION (TYPE: CO)

RECEIVED
 01 SEP -7 AM 11:34
 DIVISION OF CORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds -- EXT# 1133

EXAMINER: _____

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANACT BUSINESS IN FLORIDA

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

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- 1. TAC License Corp. (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 3. 51-0412075 (State or country under the law of which it is incorporated) (FEI number, if applicable)
4. August 21, 2001 5. Perpetual (Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification (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.) c/o Corporation Service Company, Suite 400, 2711 Centerville Road
7. Wilmington, DE 19808 (Principal office address)

(Current mailing address) Telecommunications carrier intending to hold FCC and state issued licenses. To engage in any act or activity for which corporations may be organized.

8. (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: Corporation Service Company

Office Address: 1201 Hays Street Tallahassee, Florida 32301 (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.

Corporation Service Company BY: Louise B. Smith (Registered agent's signature) Louise B. Smith, Assistant Vice President

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.

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

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

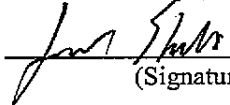
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13.  _____
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Joseph Statter, President _____
(Typed or printed name and capacity of person signing application)

OFFICERS/DIRECTORS RIDER

FL-Application by Foreign Corporation for Authorization

TAC License Corp.

List of Officers

Name: Joseph Statter **Title:** President
Bus. Addr.: c/o Friedman, Billings, Ramsey & Co., Inc. 1001 Nineteenth Street,
Arlington, VA 22209

List of Directors

Name: Joseph Statter **Term:** Aug 21, 2002
Bus. Addr.: c/o Friedman, Billings, Ramsey & Co., Inc. 1001 Nineteenth Street,
Arlington, VA 22209

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TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TAC LICENSE CORP." 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 SIXTH DAY OF SEPTEMBER, A.D. 2001.

FILED
01 SEP -7 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1329917

DATE: 09-06-01