

F04000003027

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

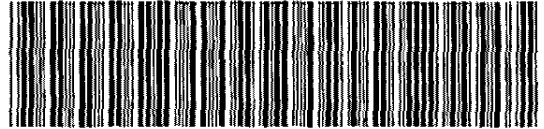
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



000036283280

05/25/04 -- 01055 -- 003 **87.50

FILED
2004 MAY 25 AM 8:37
OFFICE OF REGISTRATIONS
TALLAHASSEE, FLORIDA

J. BRYAN JUN - 2 2004

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: ABS-CEN Telecom North America, Incorporated
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Jonathan S. Marashlian, Esq., Regulatory Counsel
(Name of Person)

The Helein Law Group
(Firm/Company)

8180 Greensboro Drive, Suite 700
(Address)

McLean, Virginia 22102
(City/State and Zip code)

FILED
MAY 25 AM 8:37
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Jonathan S. Marashlian, Esq at (703) 714-1300
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

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. ABS-CBN Telecom North America, Incorporated
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. California 3. 94-3221737
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. April 19, 1995 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.)

7. 859 Cowan Road, Burlingame, California 94010
(Principal office address)

859 Cowan Road, Burlingame, California 94010
(Current mailing address)

8. Telecommunications Services
(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: NRAI Services, Inc.

Office Address: 526 E. Park Avenue

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.

NRAI Services, Inc.

[Signature]
(Registered agent's signature) Jackie Sarman, Asst. Secretary

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:

FILED
2004 MAY 25 AM 8:37
CORPORATIONS
TALLAHASSEE, FLORIDA

A. DIRECTORS

Chairman: See Attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

FILED
2004 MAY 25 AM 8:37
OFFICE OF THE CLERK
TALLAHASSEE, FLORIDA

B. OFFICERS

President: See Attached

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 Director or Officer listed in number 12 of the application)

14. Rafael L. Lopez, Secretary
(Typed or printed name and capacity of person signing application)

ABS-CBN Telecom North America, Incorporated

OFFICERS AND DIRECTORS

Officers:

Zenon D. Carlos, Managing Director
859 Cowan Road
Burlingame, California 94010

Eugenio Lopez III, Chairman
859 Cowan Road
Burlingame, California 94010

Rafael L. Lopez, Secretary
859 Cowan Road
Burlingame, California 94010

Ramon Olives, Treasurer
859 Cowan Road
Burlingame, California 94010

Directors:

Eugenio Lopez III, Director
859 Cowan Road
Burlingame, California 94010

Rafael L. Lopez, Director
859 Cowan Road
Burlingame, California 94010

Jose Ramon Olives, Director
859 Cowan Road
Burlingame, California 94010

FILED
2004 MAY 25 AM 8:37
OFFICE OF CORPORATIONS
TALLAHASSEE, FLORIDA

State of California

SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

FILED
2004 MAY 25 AM 8:37
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

I, KEVIN SHELLEY, Secretary of State of the State of California, hereby certify:

That on the 19TH day of APRIL, 1995, **ABS-CBN TELECOM NORTH AMERICA, INCORPORATED** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

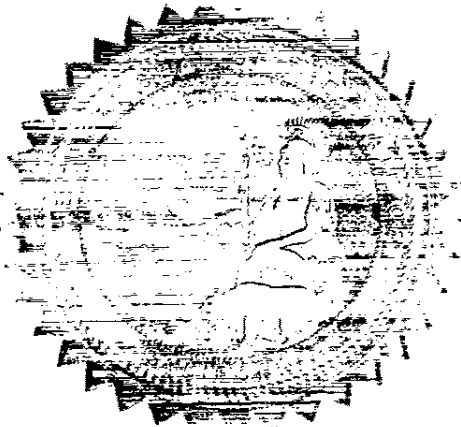
That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of May 7, 2004.



Kevin Shelley
KEVIN SHELLEY
Secretary of State