

Filing and License Fee: \$310.00 minimum

ID Number: 141450



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State Matthew A. Brown
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY
(To Be Filed In Duplicate Original)

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the state of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is NORTH AMERICAN COMMUNICATIONS RESOURCE INC
2. It is incorporated under the laws of MINNESOTA
3. The name, if different, which it elects to use in Rhode Island is:
 - (a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:
 - (b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:
NACR
4. The date of its incorporation is OCTOBER 1993 and the period of its duration is PERPETUAL
5. The address of its principal office in the state or country under the laws of which it is incorporated is 3344 HIGHWAY 149 EAGAN~MN 55121
6. The address of its proposed registered office in Rhode Island is 10 WEYBOSSET STREET
(Street Address, not P.O. Box)
PROVIDENCE RI 02903 and the name of its proposed registered agent in Rhode Island at
(City/Town) (Zip Code)
that address is CT CORPORATION SYSTEM
(Name of Agent)
7. The specific purpose or purposes, which it proposes to pursue in the transaction of business in Rhode Island are:
SELL AND INSTALL AVAYA COMMUNICATIONS EQUIPMENT BEGIN JULY 2004
8. The names and respective addresses of the directors and officers are:

	<u>Name</u>	<u>Address</u>
Director		
Director		
President	<u>TOM ROLES</u>	<u>19500 TOWERING OAKS TRAIL PRIOR LAKE, MN 55372</u>
Vice President		
Treasurer	<u>LISA TONN</u>	<u>16278 HOMINY CIRCLE LAKEVILLE, MN 55044</u>
Secretary		

Form No. 150
Revised: 07/03

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9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
25000		COMMON	\$1.00

10. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
100		COMMON	\$1.00

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 40 M.
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 0.
- (c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is 0 %. [divide (b) by (a) and multiply by 100 to obtain the percentage].
12. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 130M.
- (b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 0-WE SELL FROM MN.
- (c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is 0 % [divide (b) by (a) and multiply by 100 to obtain the percentage].
13. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Date: 07/06/04

NORTH AMERICAN COMMUNICATIONS RESOURCE, INC

Print Exact Name of Corporation Making Application

By

☐ President or ☒ Vice President (check one)

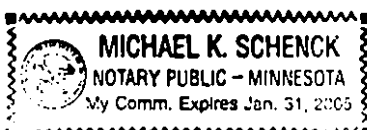
By

☐ Secretary or ☐ Assistant Secretary (check one)

✓ President & CEO

STATE OF MINNESOTA
COUNTY OF WASHINGTON

In EAGAN, MN, on this 6TH day of JULY, 2004, before me personally appeared LISA M TONN who, being duly sworn, declared that he/she is the CEO of the above-named entity and that he/she signed the foregoing document as such authorized agent, and that the statements herein contained are true.



Notary Public

My Commission Expires: Jan 31, 2005

State of Minnesota

4679

SECRETARY OF STATE

CERTIFICATE OF INCORPORATION

I, Joan Anderson Grove, Secretary of State of Minnesota, do certify that: Articles of Incorporation, duly signed and acknowledged under oath, have been filed on this date in the Office of the Secretary of State, for the incorporation of the following corporation, under and in accordance with the provisions of the chapter of Minnesota Statutes listed below.

This corporation is now legally organized under the laws of Minnesota.

Corporate Name: North American Communications Resource, Inc.

Corporate Charter Number: 72-481

Chapter Formed Under: 302A

This certificate has been issued on 10/25/1993.



Joan Anderson Grove
Secretary of State.

3-10-90