

Filing Fee: \$150.00

License Fee: \$15.00 minimum (§7-1.1-124)

ID Number:

112469



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned 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 KDD AMERICA, INC.
2. It is incorporated under the laws of NEW YORK
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:

4. The date of its incorporation is 6/29/89 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 375 PARK AVE., 7TH FL., NEW YORK, NY 10152

6. The address of its proposed registered office in Rhode Island is 170 WESTMINSTER ST., STE. 900  
(Street)

PROVIDENCE, RI 02903 and the name of its proposed registered agent in Rhode Island at  
(City/Town) (Zip Code)

that address is MARK P. DOLAN

7. The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:  
TO CARRY ON THE BUSINESS OF MARKETING AND SALES OF TELECOMMUNICATION SERVICES

8. The names and respective addresses of the directors and officers are:

Name	Address
Director <u>SEE ATTACHED LIST</u>	
Director _____	
President _____	
Vice President _____	
Secretary _____	
Treasurer _____	

FILED  
MAY 19 2000  
By 203771

RECEIVED  
SECRETARY OF STATE  
CORPORATION DIVISION  
OCT 8 12 21 PM '99

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:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
1,000	COMMON	-	WITHOUT PAR VALUE

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:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
626	COMMON	-	WITHOUT PAR VALUE

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 72,000,000.

- (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 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 \$ 17,000,000.

- (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 \$ 1,200.

- (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 0.007 % [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.

Dated July 16, 1999

KDD AMERICA, INC.

(Exact Corporate Name of Corporation Making Application)

By H. Hiran

☒ President or ☐ Vice President (check one)

By A. Wozaka AND

☒ Secretary or ☐ Assistant Secretary (check one)

STATE OF  
COUNTY OF

In NEW YORK, on this 16 day of July, 19 99, personally appeared before me HIROSHI HIRAI, an officer of the corporation, who, under oath, verified that the information contained in this Application is true and accurate.

Klodh B. Bacchus Jr.  
Notary Public

My Commission Expires:

KHODA BACCHUS JR.  
Notary Public, State of New York  
No. 01BA5058838  
Qualified in Queens County  
Commission Expires March 11, 20

**KDD AMERICA, INC.**

**LIST OF OFFICERS & DIRECTORS**

<b><u>Name &amp; SSN</u></b>	<b><u>Office Held</u></b>	<b><u>Residential Address</u></b>	<b><u>Business Address</u></b>
Nariyoshi Tanaka SS# N/A	Director	Nishi-Shinjuku 2-3-2, Shinjuku - Ku Tokyo 163-03 Japan	Nishi-Shinjuku 2-3-2, Shinjuku- Ku Tokyo 163-03 Japan
Hiroshi Hirai SS# 063-86-3834	Dir, President & Treasurer	415 East 54 <sup>th</sup> Street Apt. #24G New York, NY 10022	375 Park Avenue 7 <sup>th</sup> Floor New York, NY 10152
Akio Nozaka SS#086-84-4224	Dir, Exec. VP & Secretary	146 West 57 <sup>th</sup> Street Apt. #45C New York, NY 10019	375 Park Avenue 7 <sup>th</sup> Floor New York, NY 10152
Susumu Fujioka SS#625-88-4315	Dir & Exec. VP	27 Aurora Drive Rolling Hills Estate, CA 90274	600 Wilshire Blvd. Suite 1460 Los Angeles, CA 90017
Tsutomu Tashiro SS#229-81-4671	Dir & Exec. VP	706 Ridge Drive Maclean, VA 22101	1953 Gallows Rd. Suite 200 Vienna, VA 22182
Makoto Arai SS#297-78-7309	Dir & VP	94 White Oak Ridge Rd. Short Hills, NJ 07078	375 Park Avenue 7 <sup>th</sup> Floor New York, NY 10152
Mamoru Hironaka SS#066-66-4677	Director	6 Heartstone Circle Scarsdale, NY 10383	375 Park Avenue 7 <sup>th</sup> Floor New York, NY 10152
Yasuhiro Shintani SS#128-84-5072	Director	150 West 56 <sup>th</sup> Street #4103 New York, NY 10019	7 Teleport Drive State Island, NY 10311
Tsunekazu Matsudaira SS# N/A	Director	Nishi-Shinjuku 2-3-2, Shinjuku - Ku Tokyo 163-03 Japan	Nishi-Shinjuku 2-3-2, Shinjuku - Ku Tokyo 163-03 Japan
Noriyasu Goto SS# N/A	Director	Nishi-Shinjuku 2-3-2, Shinjuku - Ku Tokyo 163-03 Japan	Nishi-Shinjuku 2-3-2, Shinjuku - Ku Tokyo 163-03 Japan

State of New York }  
Department of State } ss:

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on

MAY 05 2000



Special Deputy Secretary of State

DOS-1266 (5/96)

1028011

4. To conduct the business of providing assistance and consulting services to corporate telecommunication users in their use and implementation of their telecommunication networks.

5. To conduct feasibility studies for investment into telecommunication-related and other businesses.

6. To invest in telecommunication-related and other businesses.

7. To engage in any mercantile or trading business of any kind or character.

8. To advertise and publish brochures, promotional literature and other publications of any description in connection with the above stated purposes.