

99-160-CT-RRT  
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February 4, 1999

**VIA OVERNIGHT DELIVERY**

Bob Taft  
Secretary of the State  
30 East Broad Street, 14th Floor  
Columbus, Ohio 43266-0418

Re: Certificate of Authority for GTC Telecom

Dear Sir/Madam:

In connection with the above referenced matter, enclosed please find the following documents:

1. One original and one copy of GTC Telecom's Application for a Certificate of Authority;
2. A Certificate of Good Standing from the State of Nevada; and
3. A check in the amount of \$100.00 payable to the Secretary of State;

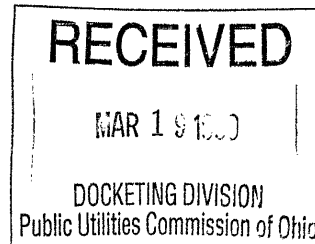
When the application is accepted for filing, please return the Certificate of Authority in the preaddressed, prepaid envelope I have provided. Should you have any questions or require any additional information, please do not hesitate to contact me. Thank you for your attention to this matter.

Respectfully Submitted,

*Charlotte Lacey*

Charlotte Lacey  
Legal Assistant

Enclosures  
cc: Paul Sandhu



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Technician *Joan Schaeffer* Date Processed *3-22-99*



Prescribed by  
Bob Tate, Secretary of State  
30 East Broad Street, 14th Floor  
Columbus, Ohio 43266-0418  
Form PLF (August 1992)

Approved \_\_\_\_\_  
Date \_\_\_\_\_  
Fee \_\_\_\_\_

## FOREIGN CORPORATION APPLICATION FOR LICENSE

1. The name of the corporation is GTC Telcom
2. The application is made to secure a ☒ permanent ☐ temporary license.
3. The corporation was incorporated on May 17 94 under the laws of the state of Nevada  
(month) (day) (year)
4. The corporation's principal office is located at 3151 Airway Ave, Ste P-3  
Costa Mesa CA 92626  
(city, village or township) (state) (zip code)
5. The corporation's principal office within Ohio is to be located in none  
in \_\_\_\_\_ County, Ohio \_\_\_\_\_  
(city, village or township) (zip code)  
(If the corporation will not have an office in the state of Ohio, please state the fact in line 5. NOTE: "N/A" is not acceptable.)
6. The corporation hereby appoints the following as its statutory agent upon whom process against the corporation may be served in the state of Ohio. The name and complete address of the statutory agent is: (SEE INSTRUCTION NO. 4 ON SECOND PAGE)  
\_\_\_\_\_  
(name) (street)  
\_\_\_\_\_  
(city, village or township) Ohio \_\_\_\_\_  
(zip code)  
(NOTE: P.O. Box addresses are not acceptable.)
7. The corporation irrevocably consents to service of process on the statutory agent listed above as long as the authority of the agent continues, and to service of process upon the SECRETARY OF STATE IF:  
(a) the agent cannot be found, or  
(b) the corporation fails to designate another agent when required to do so, or  
(c) the corporation's license to do business in Ohio expires or is cancelled.
8. The corporation will exercise the following corporate purpose(s) in Ohio:  
(Please provide a brief but specific description; a general purpose clause is not sufficient.)  
telecommunications services
9. Has the corporation obtained a license to transact business in Ohio at any time in the past? ☐ yes ☐ no.  
If yes, prior License No. \_\_\_\_\_ issued \_\_\_\_\_ (date)
10. The date on which the corporation began transacting business in Ohio:  
☐ Date \_\_\_\_\_  
OR  
☒ will begin business upon approval of application.
11. Is this application being made to enable the corporation to prosecute or defend a legal action? ☐ yes ☐ no.  
(SEE INSTRUCTION NO. 5 ON SECOND PAGE)
12. The corporation has currently authorized 50,000,000 shares of stock and has issued 3,000,000 shares.


STATE OF California  
 COUNTY OF Los Angeles } ss.

I, Paul Sandhu being duly sworn, state that I am the

☒ President  
☐ Vice President  
☐ Secretary GTC Telecom  
☐ Treasurer of \_\_\_\_\_ and that the foregoing statements are true and correct to  
 (Name of corporation)  
 the best of my knowledge and belief.

Paul Sandhu  
 (Signature)

SWORN TO AND SUBSCRIBED IN MY PRESENCE  
 THIS 2nd DAY OF February 1999

NOTARY SEAL  My commission expires 02/14/2002  
Diane Kim  
 (Signature)

#### INSTRUCTIONS

1. This application must be accompanied by an original certificate of good standing from the state in which the applicant is incorporated, dated not more than 90 days prior to the filing of the application. (O.R.C. 1703.04(A))
2. The filing fee for a permanent license is \$100.00 and for a temporary license is \$125.00. (O.R.C. 1703.04 (C), 1703.13)
3. The application must be signed by the president, vice-president, secretary or treasurer of the corporation and must be notarized. (O.R.C. 1703.041)
4. In item 6, the agent for service of process may be (a) a natural person who is a resident of Ohio, or (b) an Ohio corporation or a foreign corporation licensed in Ohio which is explicitly authorized by its articles to act as statutory agent and which has a business address in Ohio. (O.R.C. 1703.041)
5. No foreign corporation which previously should have obtained a license to do business in Ohio shall maintain any action in any court until it has obtained such a license. Before the corporation shall maintain such action on any cause of action arising at the time when it was not licensed to transact business in this state, it shall pay to the Secretary of State a forfeiture of two hundred fifty dollars with this license application. (O.R.C. 1703.29) It is only under these circumstances that question no. 11 should be answered "yes". Under all other circumstances the answer to this question should be "no".

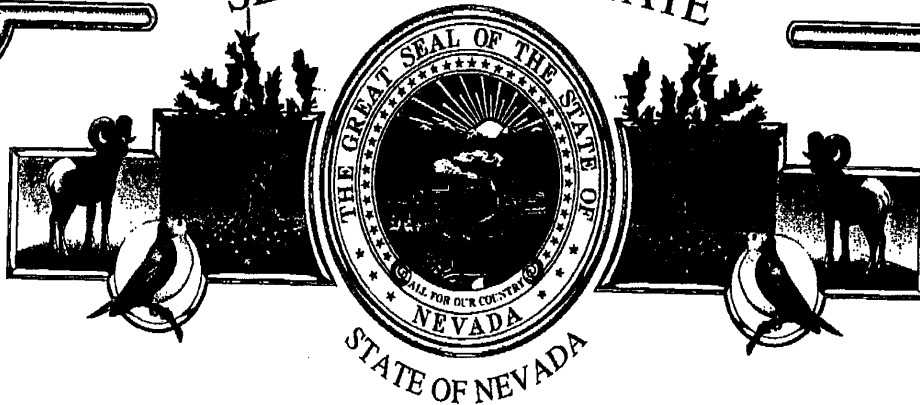
NOTE: Foreign corporations doing business in Ohio must file each year with the Secretary of State an Annual Statement of Proportion of Capital Stock (Form 7), showing activity in Ohio during the preceding calendar or fiscal year. This report is due March 31st, unless an extension has been requested in writing and has been granted. (O.R.C. 1703.07)

The report is separate and distinct from the Ohio Franchise Tax Report.

If the corporation has been doing business in Ohio prior to the date of licensing, it must submit a Form 7 for each of the years of unlicensed operation in Ohio, together with a certificate from the Ohio Department of Taxation showing that all applicable Franchise Taxes have been paid. For information on this certificate (3-4), call the Department of Taxation at 614-433-7636.

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## SECRETARY OF STATE

CERTIFICATE OF EXISTENCE  
WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited liability companies, limited partnerships, and limited liability partnerships pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **GTC TELECOM**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since May 17, 1994, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand  
and affixed the Great Seal of State, at my office, in  
Carson City, Nevada, on January 29, 1999.



By

Secretary of State

Certification Clerk

03/19/99 13:44 FAX 770 232 9208

LANCE STEINHART

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**GTC TELECOM**  
3151 AIRWAY AVE, BLDG P3  
COSTA MESA, CA 92626-4626

**WCMA** Working Capital  
Management Account

DATE JANUARY 26, 1999 25-80/440

PAY  
TO THE  
ORDER OF SECRETARY OF STATE - OHIO

\$ 100.00\*\*\*

ONE HUNDRED AND NO/100\*\*\*\*\* DOLLARS Reserving 16 shares  
for future  
issuance on bank.

**Merrill Lynch**

**BANK ONE** BANK ONE, COLUMBUS, OH  
Columbus, OH 43271

MEMO FILING FEE

*Paul Sank*

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