



OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

JANUARY 17, 2006

6469-223-2

CSC NETWORKS
801 ADLAI STEVENSON DR
SPRINGFIELD, IL 62703

RE TELECOMMUNICATION SYSTEMS CORPORATION OF MARYLAND

DEAR SIR OR MADAM:

IT IS OUR PLEASURE TO APPROVE YOUR REQUEST TO TRANSACT BUSINESS IN THE STATE OF ILLINOIS. ENCLOSED PLEASE FIND THE AUTHORITY ACKNOWLEDGING REGISTRATION.

THIS DOCUMENT MUST BE RECORDED IN THE OFFICE OF THE RECORDER OF THE COUNTY IN ILLINOIS IN WHICH THE REGISTERED OFFICE OF THE CORPORATION IS LOCATED, AS PROVIDED BY SECTION 1.10 OF THE BUSINESS CORPORATION ACT OF THIS STATE. FOR FURTHER INFORMATION CONTACT YOUR RECORDER OF DEEDS.

THE CORPORATION MUST FILE AN ANNUAL REPORT AND PAY FRANCHISE TAXES PRIOR TO THE FIRST DAY OF ITS ANNIVERSARY MONTH (MONTH OF QUALIFICATION) NEXT YEAR. A PRE-PRINTED ANNUAL REPORT FORM WILL BE SENT TO THE REGISTERED AGENT AT THE ADDRESS SHOWN ON THE RECORDS OF THIS OFFICE APPROXIMATELY 60 DAYS PRIOR TO ITS ANNIVERSARY MONTH.

SECURITIES CANNOT BE ISSUED OR SOLD EXCEPT IN COMPLIANCE WITH THE ILLINOIS SECURITIES LAW OF 1953, 815 ILLINOIS COMPILED STATUTES, 5/1 ET SEQ. FOR FURTHER INFORMATION, CONTACT THE OFFICE OF THE SECRETARY OF STATE, SECURITIES DEPARTMENT AT (217) 782-2256 OR (312) 793-3384.

SINCERELY YOURS,

JESSE WHITE
SECRETARY OF STATE

DEPARTMENT OF BUSINESS SERVICES
CORPORATION DIVISION
TELEPHONE (217) 782-6961

JW:CD

OFFICIAL FILE

I.C.C. DOCKET NO. 06 0333
[Signature] Exhibit No. 3
Witness [Signature]
Date 6/15/06 Reporter [Signature]

Springfield, Illinois 62756

FORM **BCA 13.15** (rev. Dec. 2003)
**APPLICATION FOR AUTHORITY TO
 TRANSACT BUSINESS IN ILLINOIS**
 Business Corporation Act

COPY

Jesse White, Secretary of State
 Department of Business Services
 Springfield, IL 62756
 Telephone (217) 782-1834
 www.cyberdriveillinois.com

FILED
JAN 17 2006

**JESSE WHITE
 SECRETARY OF STATE**

Remit payment in the form of a cashier's
 check, certified check, money order
 or an Illinois attorney's or CPA's check
 payable to the Secretary of State.
SEE NOTE 1 CONCERNING PAYMENT!

64692232
 File #

Filing Fee \$ 150.00 Franchise Tax \$ 25.00 Penalty/Interest \$ — Total \$ 175.00 Approved: RP
 Submit in duplicate _____ Type or Print clearly in black ink _____ Do not write above this line _____

1. (a) CORPORATE NAME: TeleCommunication Systems Corporation of Maryland
 (Complete item 1 (b) only if the corporate name is not available in this state.)
 (b) ASSUMED CORPORATE NAME: _____
 (By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the
 transaction of business in Illinois. Form BCA 4.15 is attached.)

2. State or Country of Incorporation Maryland ; Date of Incorporation 12/11/03 ; Period of Duration perpetual

3. (a) Address of the principal office, wherever located: 275 West Street
Annapolis MD 21401
 (b) Address of principal office in Illinois:
 (If none, so state) none

4. Name and address of the registered agent and registered office in Illinois.

Registered Agent: Illinois Corporation Service Company
 Registered Office: 801 Adlai Stevenson Drive

First Name	Middle Initial	Last name

Number	Street	Suite #
<u>Springfield, IL</u>	<u>62703</u>	<u>Sangamon</u>

City	ZIP Code	County

(A P.O. Box alone is not acceptable.)

5. States and countries in which it is admitted or qualified to transact business: (Include state of incorporation)
Maryland

6. Name and addresses of officers and directors: (If more than 3 directors and/or additional officers, attach list.)

Name	No. & Street	City	State	ZIP
President <u>Maurice B. Tose</u>	<u>275 West St.</u>	<u>Annapolis</u>	<u>MD</u>	<u>21401</u>
Secretary <u>Bruce A. White</u>	<u>275 west St.</u>	<u>Annapolis</u>	<u>MD</u>	<u>21401</u>
Director <u>Thomas M. Brandt, Jr.</u>	<u>275 west St.</u>	<u>Annapolis</u>	<u>MD</u>	<u>21401</u>
Director <u>Richard A. Young</u>	<u>275 west St.</u>	<u>Annapolis</u>	<u>MD</u>	<u>21401</u>
Director				

C-171.15

7. The purpose or purposes for which it was organized which it proposes to pursue in the transaction of business in this state: (If not sufficient space to cover this point, add one or more sheets of this size)

MVNO - mobile. Virtual Network operator

8. Authorized and issued shares:

Class	Series	Par Value	Number of Shares Authorized	Number of Shares Issued
Common		\$.01	1000	1000
(If more, attach list)				

9. Paid-in Capital: \$ 10.00 .001597
 ("Paid-in Capital" replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.)

10. (a) Give an estimate of the total value of all the property* of the corporation for the following year: \$ 1,300,000
 (b) Give an estimate of the total value of all the property* of the corporation for the following year that will be located in Illinois: \$ 0
 (c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 30,000,000
 (d) State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois: \$ 550,000

11. Interrogatories: (Important - this section must be completed.)

(a) Is the corporation transacting business in this state at this time? NO
 (b) If the answer to item 11(a) is yes, state the exact date on which it commenced to transact business in Illinois:

12. This application is accompanied by a certified copy of the articles of incorporation, as amended, duly authenticated, within the last ninety (90) days, by the proper officer of the state or country wherein the corporation is incorporated.

13. The undersigned corporation has caused this application to be signed by a duly authorized officer, who affirms, under penalties of perjury that the facts stated herein are true. (All signatures must be in BLACK INK.)

Dated October 14 2005
(Month & Day) (Year)
Druc A. White
(Any Authorized Officer's Signature)
Druc A. White, Secretary
(Print Name and Title)

Tele Communication Systems Corporation
(Exact Name of Corporation) of Maryland

* PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.

Note 1: Payment in connection with this application must be in the form of a certified check, cashier's check, Illinois attorney or CPA's check or money order made payable to the "Secretary of State". The minimum fee due upon qualification is \$175. Any additional fees will be billed and must be paid before this application can be filed.