

**EXHIBIT 1**

**ANSWER TO QUESTION 8**

**ARTICLES OF INCORPORATION  
AND  
CERTIFICATE OF AUTHORITY TO CONDUCT BUSINESS IN ILLINOIS**



## OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

DECEMBER 14, 2004

6397-230-4

TELECOMMUNICATION SYSTEMS  
275 WEST STREET  
ANNAPOLIS, MD 21401

RE TELECOMMUNICATION SYSTEMS, INC.

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.

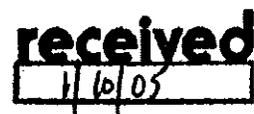
SECURITIES CANNOT BE ISSUED OR SOLD EXCEPT IN COMPLIANCE WITH THE ILLINOIS SECURITIES LAW OF 1953, 815 ILLINOIS COMPILED STATUTES, 5/1 ET SEQ. FOR FURTHER INFORMATION, CONTACT THE OFFICE OF THE SECRETARY OF STATE, SECURITIES DEPARTMENT AT (217) 782-2256 OR (312) 793-3384.

SINCERELY YOURS,

JESSE WHITE  
SECRETARY OF STATE

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

JW:CD



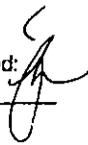
FORM **BCA 13.15** (rev. Dec. 2003)  
**APPLICATION FOR AUTHORITY TO  
 TRANSMIT BUSINESS IN ILLINOIS**  
 Business Corporation Act

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

**FILED**  
**DEC 14 2004**  
 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!**

6397-230-4  
 File #

Filing Fee \$ 150.<sup>00</sup> Franchise Tax \$ 775.<sup>51</sup> Penalty/Interest \$ 309.<sup>84</sup> Total \$ 1235.<sup>35</sup> Approved: 

Submit in duplicate Type or Print clearly in black ink Do not write above this line

1. (a) CORPORATE NAME: TeleCommunication Systems, Inc.

(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 July 30, 1987 Period of Duration perpetual

(a) Address of the principal office, wherever located: 275 West Street  
Annapolis, Maryland 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  
First Name Middle Initial Last Name  
 Registered Office: 801 Adlai Stevenson Drive  
Number Street Suite # (A.P.O. Box alone is not acceptable.)  
Springfield 62703 Sangamon  
City ZIP Code County

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

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				
Secretary				
Director	<u>See attached</u>			
Director				
Director				

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)

Systems Design and Integration, Service Bureau Operations, and Professional Services.

8. Authorized and issued shares:

Class	Series	Par Value	Number of Shares Authorized	Number of Shares Issued
A	Common	\$0.01	225,000,000	24,000,000
B	Common	\$0.01	75,000,000	9,000,000

(If more, attach list)

9. Paid-in Capital: \$ 183,931,000  
("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: \$ 14,000,000
- (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: \$ N/A
- (c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 152,000,000
- (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: \$ 300,000

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

- (a) Is the corporation transacting business in this state at this time? yes
- (b) If the answer to item 11(a) is yes, state the exact date on which it commenced to transact business in Illinois: 01/01/04

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 10/22, 2004  
(Month & Day) (Year)

TeleCommunication Systems, Inc.  
(Exact Name of Corporation)

*Bruce A. White*  
(Any Authorized Officer's Signature)  
Bruce A. White, Vice President & General Counsel  
(Print Name and Title)

\* 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 PA'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.

**Application for Authority to Transact Business in Illinois**

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

Arizona	Massachusetts
California	Missouri
Colorado	North Carolina
Connecticut	Ohio
Delaware	Pennsylvania
District of Columbia (Washington, D. C.)	South Carolina
Florida	Texas
Georgia	Virginia
Louisiana	Washington (State)
Maryland	West Virginia

Application for Authority to Transact Business in Illinois

Item 6. List of Directors

<p>Clyde A. Heintzelman 15105 Sunflower Court Rockville, MD 20853 301-929-1472</p>	<p>Richard A. Kozak Chairman of the Board R&amp;D2 LLC 556 Moorings Circle Arnold, MD 21012 410-544-4202</p>
<p>Weldon H. Latham Partner Davis Wright Tremaine 1500 K. Street, NW Suite 450 Washington, DC 20005-1272 202-508-6600</p>	<p>Byron F. Marchant Executive Vice President &amp; Chief Administrative Officer BET Holdings, Inc. One BET Plaza 1900 W Place NE Washington, DC 20018-1211 202-608-2196</p>
<p>Maurice B. Tosé Chairman, CEO &amp; President TeleCommunication Systems, Inc. 275 West Street Annapolis, MD 21401 410-280-1278</p>	

Application for Authority to Transact Business in Illinois

Item 6. List of Officers

<p>Maurice B. Tosé Chairman, CEO &amp; President TeleCommunication Systems, Inc. 275 West Street Annapolis, MD 21401 410-280-1278</p>	<p>Richard A. Young Executive VP &amp; Chief Operating Officer TeleCommunication Systems, Inc. 275 West Street Annapolis, MD 21401 410-280-1269</p>
<p>Thomas M. Brandt, Jr. Sr. Vice President &amp; Chief Financial Officer TeleCommunication Systems, Inc. 275 West Street Annapolis, MD 21401 410-280-1001</p>	<p>Drew A. Morin Sr. Vice President &amp; Chief Technology Officer TeleCommunication Systems, Inc. 275 West Street Annapolis, MD 21401 410-280-1203</p>
<p>Timothy J. Lorello Sr. Vice President &amp; Chief Marketing Officer TeleCommunication Systems, Inc. 275 West Street Annapolis, MD 21401 410-280-1275</p>	<p>Kevin M. Webb Sr. Vice President, Global Sales &amp; Alliances TeleCommunication Systems, Inc. 275 West Street Annapolis, MD 21401 410-280-4846</p>
<p>Bruce A. White Vice President &amp; General Counsel, Secretary TeleCommunication Systems, Inc. 275 West Street Annapolis, MD 21401 410-280-1224</p>	<p>Nan A. Kreamer Vice President, Finance &amp; Treasurer TeleCommunication Systems, Inc. 275 West Street Annapolis, MD 21401 410-295-1889</p>