

FOO0000002160

TRANSMITTAL LETTER

TO: Qualification/Registration Section
Division of Corporations

SUBJECT: National Rural Telecommunications Cooperative, Inc.
(Name of Corporation)

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conducts its affairs in Florida.

Please return all correspondence concerning this matter to the following:

<u>Rochelle Howke</u> (Name of Person)	800003163488--6 -09/09/00--01044--008 ****70.00 ****70.00
<u>NRTC</u> (Firm/Company)	800003163488--6 -04/18/00--01105--005 ***3450.00 ***3450.00
<u>2121 cooperative way Suite 500</u> (Address)	FILED 00 APR 19 AM 8:34 SECRETARY OF STATE TALLAHASSEE, FLORIDA
<u>Herndon, VA 20171</u> (City, State and Zip Code)	

For further information concerning this matter, please call:

Rochelle Howke at (703) 787 - 0874
(Name of Person) Area Code & Daytime Telephone Number

STREET ADDRESS:
Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

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FOO-2160
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 13, 2000

ROCHELLE HOWKE
NRTC
2121 COOPERATIVE WAY, SUITE 500
HERNDON, VA 20171

SUBJECT: NATIONAL RURAL TELECOMMUNICATIONS COOPERATIVE, INC.
Ref. Number: W00000006690

We have received your document for NATIONAL RURAL TELECOMMUNICATIONS COOPERATIVE, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$3450.00.

If you have any questions concerning the filing of your document, please call (850) 487-6917.

Gretchen Harvey
Document Specialist Supervisor

Letter Number: 100A00013840

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA**

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:

1. National Rural Telecommunications Cooperative, Inc.

(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)

2. District of Columbia

(State or country under the law of which it is incorporated)

3. 52-1477995

(FEI number, if applicable)

4. 8/18/86

(Date of Incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. January 1997

(Date corporation first conducted Affairs in Florida - See sections 617.1501, 617.1502, and 817.155, F.S.)

7. 2121 Cooperative Way Suite 500

Herndon, VA 20171

(Current mailing address)

TO lead and support our members in developing telecommunications technologies and other products that strengthen their businesses.

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Corporate creations Enterprises Inc. ✓

(Name)

941 Fourth Street #200

(Office address)

Miami Beach

(City)

Florida,

33139

(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

[Signature] L. A. URSARE, V.P.

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other

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TALLAHASSEE, FLORIDA

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official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address only- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: * see attached list

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

^{CEO}
President: B.R. Phillips III

Address: 2201 Cooperative way suite 400
Herndon, VA 20171

Vice President: Steven T. Berman

Address: same as above

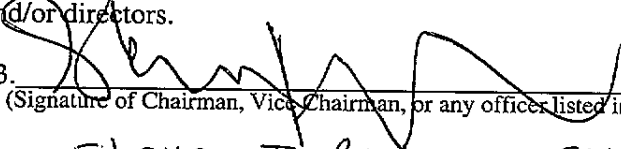
^{CEO}
Secretary: Christopher D. Abetz

Address: same as above

Treasurer: _____

Address: * see attached list

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

Steven T. Berman, SVP & Legal Counsel
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**NATIONAL RURAL TELECOMMUNICATIONS COOPERATIVE
BOARD OF DIRECTORS
JANUARY 2000**

Mark A. Brown
(Secretary-Treasurer)
c/o Northeast Rural Services, Inc.
PO Box 399
Highway 60
Vinita, OK 74301

Robert A. Loth III
c/o Central Texas Electric Cooperative
PO Box 553
US 87 South
Fredericksburg, TX 78624

Terry L. Bruns
c/o Iowa Lakes Electric Co-op
PO Box 77
1724 Central Avenue
Estherville, IA 51334

John C. Metts
c/o PVT NetWorks, Inc.
4011 West Main Street
Artesia, NM 88210-9566

Clay R. Campbell
c/o Escambia River Electric Cooperative, Inc.
3425 Highway 4 West
PO Box 428
Jay, FL 32565-0428

Sheldon C. Petersen
c/o NRUCFC
2201 Cooperative Way
Herndon, VA 20171-3025

Rex Carpenter
c/o Nebraska Rural TV Incorporated
PO Box 82048
800 S 13th Street
Lincoln, NE 68501

James P. Ramseyer
c/o Blachly-Lane County Co-op
Electric Association
90680 Highway 99
Eugene, OR 97402-9630

Glenn English
c/o NRECA
4301 Wilson Blvd
Arlington, VA 22203-1860

F. Thomas Rowland
(Chairman)
c/o North Central Telephone Cooperative
872 Hwy 52 Bypass East
PO Box 70
Lafayette, TN 37083

Michael E. Finney
c/o Halifax EMC
PO Box 667
208 W Whitfield Street
Enfield, NC 27823

Charles E. Short
c/o Covington Electric Cooperative, Inc.
PO Box 1357
US Hwy 84 East-Sanford
Andalusia, AL 36420

William F. Hodnett
c/o Jasper County Rural Electric
280 East Wood Road
PO Box 189
Rensselaer, IN 47978

Eugene P. Sullivan
c/o Stearns Electric Association
900 E Kraft Drive
Melrose, MN 56352

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TALLAHASSEE, FLORIDA

NATIONAL RURAL TELECOMMUNICATIONS COOPERATIVE
2121 COOPERATIVE WAY
HERNDON, VA 20171

CORPORATE OFFICERS

NAME	TITLE
Phillips, Bob	President and CEO
Abetz, Chris	CFO and SVP, Finance
Ackley, Sherman	CTO, Chief Technology Officer
Gibbons, Jim	CIO, Information Technology
Berman, Steve	SVP, Business Affairs and General Counsel
Downen, Jay	SVP, External Affairs
Ferguson, Jack	SVP, Utility Services
Heffernan, Roy	SVP, Business Development
Kozlowski, Stan	SVP, Sales & Marketing

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TALLAHASSEE, FLORIDA

GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS



C E R T I F I C A T E

THIS IS TO CERTIFY that there were received and accepted for record in the Department of Consumer and Regulatory Affairs, Corporations Division, on the 18th day of August, 1986 .

NATIONAL RURAL TELECOMMUNICATIONS COOPERATIVE

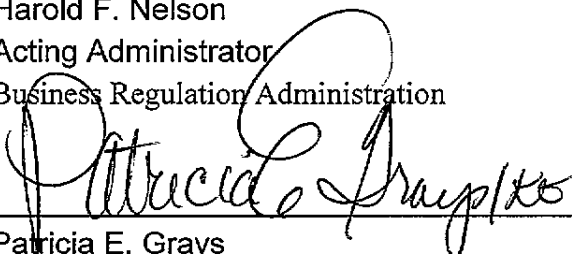
A Cooperative Association organized pursuant to the District of Columbia Code.

WE FURTHER CERTIFY that the subject cooperative has not dissolved in this jurisdiction and is up to date in filing its report as of the date hereinafter set forth.

IN TESTIMONY WHEREOF I have hereunto set my hand and caused the seal of this office to be affixed this 25th day of February, 2000 .

Lloyd J. Jordan
Director

Harold F. Nelson
Acting Administrator
Business Regulation Administration



Patricia E. Grays
Superintendent of Corporations
Corporations Division

Anthony A. Williams
Mayor