



THE UNITED STATES
CORPORATION
COMPANY

F00000005334

ACCOUNT NO. : 072100000032

REFERENCE : 837419 4312311

AUTHORIZATION

Patricia Pujols

COST LIMIT : \$ 70.00

ORDER DATE : September 20, 2000

ORDER TIME : 11:18 AM

ORDER NO. : 837419-025

CUSTOMER NO: 4312311

CUSTOMER: Brian C. Mapp, Legal Asst
Patton Boggs LLP
2550 M Street, N.w.

Washington, DC 20037-1301

FILED
00 SEP 25 PM 12:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

800003402028--1

NAME: APTEGRA SERVICES, INC.

(B)

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

RECEIVED
00 SEP 25 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CONTACT PERSON: Susie Knight EXT: 1156

BC 9/25

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

00 SEP 25 PM 12:45
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TALLAHASSEE
SECRETARY OF STATE
FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA

1. Aptegra Services, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "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.)
2. Delaware 3. 2969264
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. November 25, 1998 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. N/A
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 229 West 36th Street, 9th Floor
New York, New York 10018
(Current mailing address)
8. The Corporation will be providing broadband communication services.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(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.

Corporation Service Company
By: Louise B. Smith
(Registered agent's signature)

Louise B. Smith, Asst. Vice-President

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

See attached Certificate of Existence

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 officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

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

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

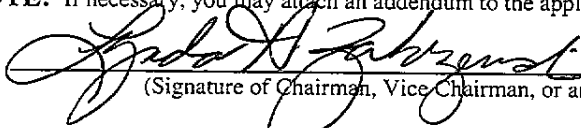
Address: _____

Treasurer: _____

Address: _____

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)

14.

Lynda Zakrzewski, CEO

(Typed or printed name and capacity of person signing application)

APTEGRA SERVICES, INC.

Officers and Directors Rider

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 TALLMAN

NAME	TITLE	BUSINESS ADDRESS
Lynda Zakrzewski	CEO	c/o Aptegra Services, Inc. 229 West 36 th Street, 9 th Floor New York, NY 10018
Isaac Reiff	COO	c/o Aptegra Services, Inc. 229 West 36 th Street, 9 th Floor New York, NY 10018
Edward Konchalski	President Director	c/o Aptegra Services, Inc. 229 West 36 th Street, 9 th Floor New York, NY 10018
David Lane	Director	c/o Aptegra Services, Inc. 229 West 36 th Street, 9 th Floor New York, NY 10018
Shawn Landgraf	Director	c/o Aptegra Services, Inc. 229 West 36 th Street, 9 th Floor New York, NY 10018

Office of the Secretary of State

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SECRETARY OF STATE
TALLMANSVILLE

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "APTEGRA SERVICES, INC." IS INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIRST DAY OF SEPTEMBER, A.D. 2000.



Edward J. Freel

Edward J. Freel, Secretary of State

2969264 8300

AUTHENTICATION: 0686805

001475485

DATE: 09-21-00