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Florida Department of State  
Division of Corporations  
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CFM 05-6715

FOREIGN PROFIT/NONPROFIT CORPORATION

BROADBAND NATIONAL, INC.

Certificate of Status	0
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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J. Shivers JAN 05 2005

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN 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. BroadBand National, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

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

3. 20-3994183

(FEI number, if applicable)

4. December 20, 2005

(Date of incorporation)

5. Perpetual

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

6.

(Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 2770 Indian River Blvd., Suite 501, Vero Beach, Florida 32960

(Principal office address)

2770 Indian River Blvd., Suite 501, Vero Beach, Florida 32960

(Current mailing address)

8. Broker of broadband and telecom 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 NOT acceptable)

Name: Nelson T. Castellano

Office Address: 101 E. Kennedy Blvd., Ste. 2700

Tampa

(City)

, Florida 33602

(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.

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

12. Names and business addresses of officers and/or directors:

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A. DIRECTORS

Chairman: See attached listing

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS

President: See attached listing

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

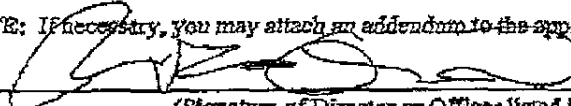
Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

13.  \_\_\_\_\_  
(Signature of Director or Officer listed in number 12 of the application)

14. R. Vincent Olmstead, Jr., President \_\_\_\_\_  
(Typed or printed name and capacity of person signing application)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**BROADBAND NATIONAL, INC.  
DIRECTORS AND OFFICERS**

DIRECTORS:

Addresses:

R. Vincent Olmstead, Jr.

2770 Indian River Blvd.  
Suite 501  
Vero Beach, FL 32960

Alfred J. Koontz, III

2770 Indian River Blvd.  
Suite 501  
Vero Beach, FL 32960

Mark Weibel

2770 Indian River Blvd.  
Suite 501  
Vero Beach, FL 32960

OFFICERS:

R. Vincent Olmstead, Jr. - President and Secretary

2770 Indian River Blvd.  
Suite 501  
Vero Beach, FL 32960

Alfred J. Koontz, III - Executive Vice President -  
Sales

2770 Indian River Blvd.  
Suite 501  
Vero Beach, FL 32960

Mark Weibel - Executive Vice President -  
Marketing

2770 Indian River Blvd.  
Suite 501  
Vero Beach, FL 32960

David Wilcox - Chief Technology Officer

2770 Indian River Blvd.  
Suite 501  
Vero Beach, FL 32960

Greg Miller - Vice President of Business  
Development

2770 Indian River Blvd.  
Suite 501  
Vero Beach, FL 32960

Dan Zicari - Vice President of Finance

2770 Indian River Blvd.  
Suite 501  
Vero Beach, FL 32960

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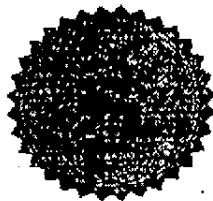
# Delaware

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BROADBAND NATIONAL, INC." IS DULY 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-EIGHTH DAY OF DECEMBER, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BROADBAND NATIONAL, INC." WAS INCORPORATED ON THE SIXTEENTH DAY OF DECEMBER, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4407225

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DATE: 12-28-05