

F9500003332



ALLAH... FL... 104-227... 71... 904-222... FAX

05 JUN 95 11:10:48

UNIVERSITY OF FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 626091 06901D

AUTHORIZATION : Patricia Pizito

COST LIMIT : 9 122.50

ORDER DATE : June 26, 1995

ORDER TIME : 9:36 AM

ORDER NO. : 626091

CUSTOMER NO: 86901D

900001523119

CUSTOMER: Mr Melvin Maldonado
Prentice Hall Legal &
375 Hudson Street

New York, NY 10014

W95-12969

FOREIGN FILINGS

NAME: TELEFONICA DE AMERICA, INC.

English translation: Telephone Company of America, Inc. mtn

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

Name conflict
R95-2887

Prentice Hall Legal & Financial Services
375 Hudson Street
New York, New York 10014
800/223-1727
800/221-0770

To: DEBBIE SKIPPER
TALLAHASSEE, FL

Date: 6/27/95

Re: TELEFONICA DE AMERICA, INC.
FILE: J.O.#108-95-74234-30/MELVIN

- | | | |
|---|---|---|
| <input type="checkbox"/> Organization | <input checked="" type="checkbox"/> Qualification | <input type="checkbox"/> Assumed Name |
| <input type="checkbox"/> Amendment (Domestic) | <input type="checkbox"/> Withdrawal | <input type="checkbox"/> Annual Report |
| <input type="checkbox"/> Amendment (Foreign) | <input type="checkbox"/> Merger (Domestic) | <input type="checkbox"/> LLC |
| <input type="checkbox"/> Restated Certificate | <input type="checkbox"/> Merger (Foreign) | <input type="checkbox"/> LLP |
| <input type="checkbox"/> Dissolution | <input type="checkbox"/> Name Registration | <input type="checkbox"/> Name Reservation |

Please file the enclosure(s) relating to the above referenced matter:

- Immediately upon receipt
 Upon receipt of all necessary supporting documents
 On _____, 19__.

Immediately after filing, notify me of the date of filing and any amount you may advance via:

- Telephone Airmail/Fedex (Pouch) Regular Mail

If you do not receive official evidence of filing until after the above-referenced notification, send it to me upon receipt, together with the enclosed copy of this letter, which will confirm the filing date and any amount advanced (use the spaces provided below).

Please be sure to refer to the above File # on all correspondence, checks, and expense reports relating to this filing.

Very truly yours,
Melvin Maldonado

Enclosures:
Check# _____ in the amount of _____

REPLY: DATE FILED: _____ AMOUNT ADVANCED: _____

Comments: Please file on expedited. Also enclosed is the supporting docs from the domestic state. Please obtain a certified copy. Thanks.

Please sign as Registered Agent



RECEIVED
 05 JUL 12 PM 12:16
 FLORIDA DEPARTMENT OF STATE
 Sandra B. Morikyan, Secretary of State

July 11, 1995

CSC NETWORKS

Telephone Company of America, Inc.
 SUBJECT: TELEFONICA DE AMERICA, INC.
 Ref. Number: W95000012969

*Resubmit
 7/12/95*

The name you are requesting is unavailable, since it has been reserved by another individual. In order to use the name you must obtain their release. When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular corporate name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6095.

Jennifer Sindt
 Document Examiner

Letter Number: 295A00033229

*- This name was reserved by the New York
 Practice Hall office. Attached is their work order
 to us. This is a qualification being held by the
 state originally to get an English translation.
 Please call me if there are
 any problems. Thank you
 Jeff*



FLORIDA DEPARTMENT OF STATE

June 26, 1995

Sandra B. Mortham
Secretary of State

Resubmit

CSC NETWORKS

English Translation:
Telephone Company of America, Inc.
SUBJECT: TELEFONICA DE AMERICA, INC.
Ref. Number: W95000012969

We have received your document(s) in this office, however, the document is being returned for the following: *

Please provide an English translation of the corporate name.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 595A00031184

* Note - we retained your application -
please return just the translation, along
with this letter.

-LEE

"Telephone Company of America, Inc."

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

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

1. TELEFONICA DE AMERICA, 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. 52-1891329
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. April 20, 1992 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.156, F.S.)

7. c/o The America's Foundation
955 L'Enfant Plaza North, S.W., Suite 4000 Washington, D.C. 20024
(Current mailing address)

8. To provide telecommunication services & other legal business for corporations
(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:**
The Prentice-Hall Corporation
Name: System, Inc.
Office Address: 1201 Hays Street, Suite 105
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.

The Prentice-Hall Corporation System, Inc.
By: Marcia A. Havner, Asst Secy.
Marcia A. Havner, (Registered agent's signature) Assistant Secretary

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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Greg J. Cortes

Address: 955 L'Enfant Plaza North, S.W. Suite 4000
Washington, D.C. 20024

Vice President: Doug Cortes

Address: 3802 Hillcrest Ln.
Annandale, VA 22003

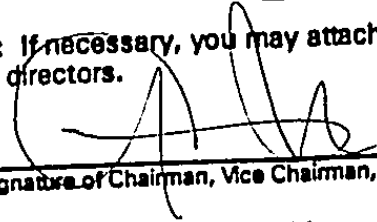
Secretary: Doug Cortes

Address: 3802 Hillcrest Ln.
Annandale, VA 22003

Treasurer: _____

Address: _____

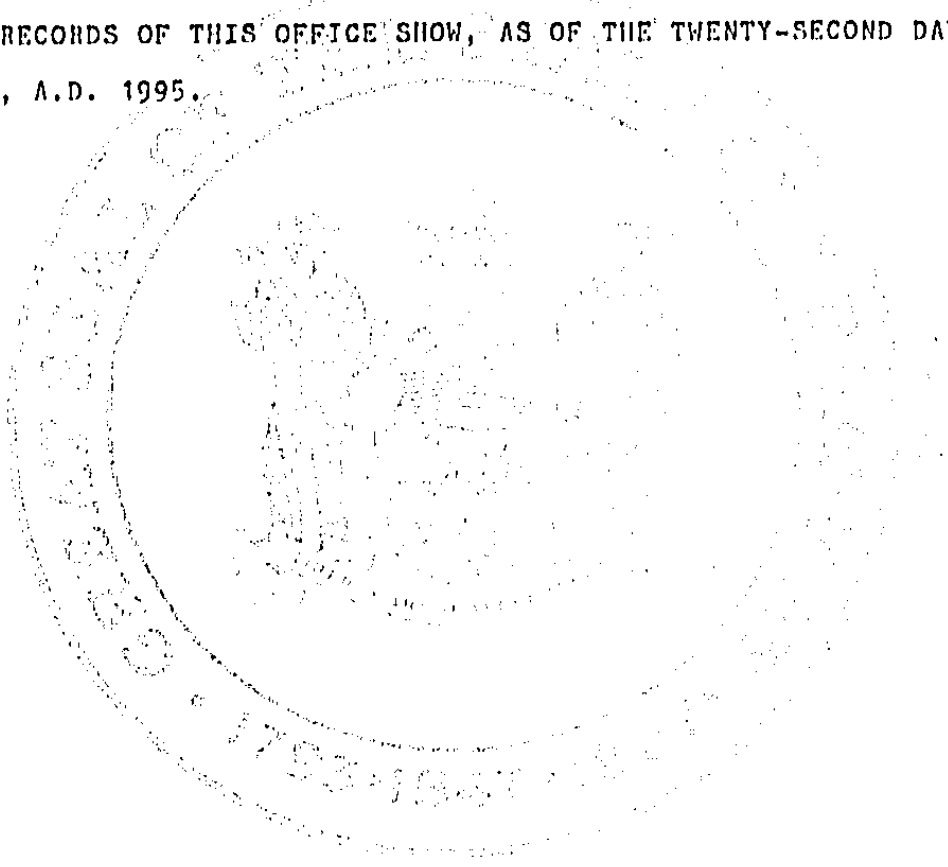
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

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

14. Greg J. Cortes - President
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TELEFONICA DE AMERICA, 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-SECOND DAY OF JUNE, A.D. 1995.



Edward J. Freel

Edward J. Freel, Secretary of State

2295032 8300

950139283

7549114

AUTHENTICATION:

06-22-95

DATE: