

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

PROFIT CORPORATION ANNUAL REPORT 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # F96000003523

1. Corporation Name
E-SPIRE COMMUNICATIONS, INC.

Principal Place of Business: 131 NATIONAL BUSINESS PKWY SUITE 100 ANNAPOLIS JUNCTION MD 20701
Mailing Address: 131 NATIONAL BUSINESS PKWY SUITE 100 ANNAPOLIS JUNCTION MD 20701

APPROVED AND FILED
99 JUL -2 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business: 21 133 National Business Pkwy., Suite, Apt. #, etc. 22 200 City & State: 23 Annapolis Junction, MD Zip: 24 20701
2a. Mailing Address: 26 133 National Business Pkwy., Suite, Apt. #, etc. 27 200 City & State: 28 Annapolis Junction, MD Zip: 29 20701

3. Date Incorporated or Qualified: 07/11/1996
4. FEI Number: 52-1947746 Applied For: Not Applicable
5. Certificate of Status Desired: \$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution: \$5.00 May Be Added to Fees
8. This corporation owes the current year Intangible Personal Property Tax: Yes

9. Name and Address of Current Registered Agent: SELF, FLOYD R 215 S MONROE STREET TALLAHASSEE FL 32302-1876

10. Name and Address of New Registered Agent: 81 Name: 82 Street Address (P.O. Box Number is Not Acceptable): 800002929668--0 -07/13/99--01031--007 83 City: 84 City: FL Zip Code: 85

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE: Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE: P	<input checked="" type="checkbox"/> DELETE	11 TITLE: COO	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME: REICH, JACK E		12 NAME: Dennis J. Kern	
STREET ADDRESS: 131 NATIONAL BUSINESS PKWY, STE 100 ANNAPOLIS JUNCTION MD 20701		13 STREET ADDRESS: 133 National Business Pkwy., Suite 200 Annapolis Junction, MD 20701	
CITY-ST-ZIP:		14 CITY-ST-ZIP:	
TITLE: D	<input type="checkbox"/> DELETE	21 TITLE:	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME: TROUVEROY, OLIVER L		22 NAME:	
STREET ADDRESS: 131 NATIONAL BUSINESS PKWY, STE 100 ANNAPOLIS JUNCTION MD 20701		23 STREET ADDRESS: 133 National Business Pkwy., Suite 200	
CITY-ST-ZIP:		2 4 CITY-ST-ZIP:	
TITLE: VS	<input type="checkbox"/> DELETE	31 TITLE:	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME: MURPHY, RILEY M		32 NAME:	
STREET ADDRESS: 131 NATIONAL BUSINESS PKWY, STE 100 ANNAPOLIS JUNCTION MD 20701		33 STREET ADDRESS: 133 National Business Pkwy., Suite 200	
CITY-ST-ZIP:		34 CITY-ST-ZIP:	
TITLE: CFO	<input type="checkbox"/> DELETE	41 TITLE:	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME: PIAZZA, DAVID L		4 2 NAME:	
STREET ADDRESS: 131 NATIONAL BUSINESS PKWY, STE 100 ANNAPOLIS JUNCTION MD 20701		43 STREET ADDRESS: 133 National Business Pkwy., Suite 200	
CITY-ST-ZIP:		44 CITY-ST-ZIP:	
TITLE: D	<input type="checkbox"/> DELETE	51 TITLE: C/CEO	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME: POMPLIANO, ANTHONY J		52 NAME:	
STREET ADDRESS: 131 NATIONAL BUSINESS PKWY, STE 100 ANNAPOLIS JUNCTION MD 20701		53 STREET ADDRESS: 133 National Business Pkwy., Suite 200	
CITY-ST-ZIP:		54 CITY-ST-ZIP:	
TITLE: D	<input type="checkbox"/> DELETE	61 TITLE:	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME: BANKS, EDWIN M		6 2 NAME:	
STREET ADDRESS: 131 NATIONAL BUSINESS PKWY, STE 100 ANNAPOLIS JUNCTION MD 20701		6 3 STREET ADDRESS: 133 National Business Pkwy., Suite 200	
CITY-ST-ZIP:		6 4 CITY-ST-ZIP:	

I certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information is annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes, and that my name appears in block 13 if changed, or on an attachment with an address, with all other like empowered.

Signature: Riley M. Murphy, Secretary 6/25/99 (301) 361-4200

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