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**F99000005599**

C T CORPORATION SYSTEM / Merger / Wickland

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City

State

Zip

Phone

**CORPORATION(S) NAME**

900003029099--4  
-10/29/99--01052--007  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

900003029099--4  
-10/29/99--01052--008  
\*\*\*\*\*17.50 \*\*\*\*\*17.50

*Coastal Corp. Com Properties, Inc.*

Profit

NonProfit

Limited Liability Company

Foreign

Limited Partnership

Reinstatement

Limited Liability Partnership

Certified Copy

Amendment

Dissolution/Withdrawal

Annual Report

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Thanks, [Signature]

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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:

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1. Coastalcorp.Com Properties, 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 (State or country under the law of which it is incorporated)      3. applied (FEI number, if applicable)

4. September 30, 1999 (Date of incorporation)      5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

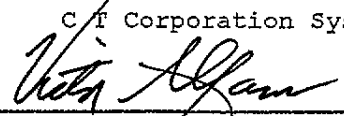
6. upon qualification  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. 9 Greenway Plaza, Houston, Texas 77046  
(Current mailing address)

8. Fiber optics business  
(Purpose(s) of corporation authorized in home state(s) or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:  
Name: C T Corporation System  
Office Address: c/o C T Corporation System, 1200 South Pine Island Road  
Plantation, Florida, 33324  
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.*

C T Corporation System  
  
(Registered agent's signature) (Officer)  
**VICTOR ALFANO**  
**ASSISTANT SECRETARY**  
(Type Name and Title of Officer)

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: see attached list of directors

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

Vice Chairman: see attached list of directors

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

Director: see attached list of directors

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

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

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

B. OFFICERS

President: see attached list of officers

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

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

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

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

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


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

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

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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. Austin M. O'Toole, Vice President  
(Typed or printed name and capacity of person signing application)

Directors, Officers Report

Coastalcorp.Com Properties, Inc.

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DIRECTORS

David A. Arledge Director  
Nine Greenway Plaza, Houston, Texas 77046

Coby C. Hesse Director  
Nine Greenway Plaza, Houston, Texas 77046

Frank M. Muller, Jr. Director  
Nine Greenway Plaza, Houston, Texas 77046

OFFICERS

Coby C. Hesse President  
Nine Greenway Plaza, Houston, Texas 77046

Donald H. Gullquist Senior Vice President  
Nine Greenway Plaza, Houston, Texas 77046

Thomas E. Jackson, Jr. Senior Vice President  
Nine Greenway Plaza, Houston, Texas 77046

Frank M. Muller, Jr. Senior Vice President  
Nine Greenway Plaza, Houston, Texas 77046

Austin M. O'Toole Senior Vice President and Secretary  
Nine Greenway Plaza, Houston, Texas 77046

Thomas J. Bailey Vice President  
Nine Greenway Plaza, Houston, Texas 77046

Jeffrey B. Levos Vice President and Controller  
Nine Greenway Plaza, Houston, Texas 77046

Ronald D. Matthews Vice President and Treasurer  
Nine Greenway Plaza, Houston, Texas 77046

Stephen R. McKemy Vice President  
Nine Greenway Plaza, Houston, Texas 77046

Von J. Taylor Vice President  
Nine Greenway Plaza, Houston, Texas 77046

Directors, Officers Report (continued)  
Coastalcorp.Com Properties, Inc.

Ann V. Robertson Nine Greenway Plaza, Houston, Texas 77046	Assistant Secretary
Robert A. Shaw, Jr. Nine Greenway Plaza, Houston, Texas 77046	Assistant Secretary
Dale V. Shultz Nine Greenway Plaza, Houston, Texas 77046	Assistant Secretary
E. Marc Cuenod, Jr. Nine Greenway Plaza, Houston, Texas 77046	Assistant Treasurer
Harold R. Natho Nine Greenway Plaza, Houston, Texas 77046	Assistant Controller

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State of Delaware  
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "COASTALCORP.COM PROPERTIES, 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 NINETEENTH DAY OF OCTOBER, A.D. 1999.

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

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*Edward J. Freel*

Edward J. Freel, Secretary of State

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DATE: 10-19-99