

M00000000576

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: US Carrier Telecom, LLC

(Name of corporation - must include suffix)

300003157229--1
-03/03/00--01115--009
*****87.50 *****87.50

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Robert D. Warrington
(Name of Person)

300003157229--1
-03/24/00--01121--001
*****72.50 *****72.50

US Carrier Telecom
(Firm/Company)

100 Galleria Parkway, Suite 200
(Address)

Atlanta, GA 30339
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Robert D. Warrington at (770) 988 2900
(Name of Person) (Area Code & Daytime Telephone Number)

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00 MAR 24 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name	Qualification/Tax Lien Section
Availability	Division of Corporations
Document Examiner	409 E. Gaines St Tallahassee, FL 32399
Updater	ncc
Updater Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

STREET ADDRESS:

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy

\$87.50 Filing Fee, Certificate of Status & Certified Copy 12.50

TAX

FILED

BALANCE DUE

REFUND

W000000006204

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 8, 2000

ROBERT D. WARRINGTON
US CARRIER TELECOM
100 GALLERIA PARKWAY, SUITE 200
ATLANTA, GA 30339

SUBJECT: US CARRIER TELECOM, LLC
Ref. Number: W00000006204

We have received your document for US CARRIER TELECOM, LLC and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You have completed the wrong form for a limited liability company. Please complete the attached form. The fee to file a limited liability company is \$125.00. If you want a certified copy and a certificate under seal we will need an additional \$35.00. We currently have \$87.50 in our office please pay the difference.

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 (850) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 300A00012904

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. US Carrier Telecom, LLC
(Name of foreign limited liability company)

2. Georgia 3. 58-2325043
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 06/16/97 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. Pending Approval of Florida P.S.L.
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 100 Galleria Parkway Suite 1200
Atlanta, GA 30339
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here

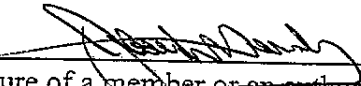
9. The name and usual business addresses of the managing members or managers are as follows:

Larry Houck 107 East Liberty Street Washington, GA 30673
Roger Futch 36 Dalton Street Ellijay, GA 30540
Johnny Zoucks 100 Ryon Avenue Hinesville, GA 31313

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TALLAHASSEE, FLORIDA

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Telecommunications
Service Provider


Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)
Joseph Hensley - General Manager / CFO
Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

USCarrier Telecom, LLC

2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company
(Name)

1201 Hays Street

Florida street address (P.O. Box NOT ACCEPTABLE)

Tallahassee

FL

32301

City/State/Zip

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Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S..

Deborah D. Skipper
(Signature)

**Deborah D. Skipper
as its agent**

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 000491183
CONTROL NUMBER : K722567
DATE INC/AUTH/FILED: 06/16/1997
JURISDICTION : GEORGIA
PRINT DATE : 02/18/2000
FORM NUMBER : 211

USCARRIER TELECOM
ROBERT D. WARRINGTON
100 GALLERIA PKWY STE 20
ATLANTA, GA 30339

CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, hereby certify under the seal of my office that

USCARRIER TELECOM, LLC
A GEORGIA LIMITED LIABILITY COMPANY

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Cathy Cox
Secretary of State

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TALLAHASSEE, FLORIDA