



THE UNITED STATES
CORPORATION
COMPANY

F00000000413

ACCOUNT NO. : 072100000032

REFERENCE : 557367 4370089

AUTHORIZATION : Patricia Pigott

COST LIMIT : \$ 70

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 24 PM 3:13

ORDER DATE : January 19, 2000

ORDER TIME : 10:23 AM

ORDER NO. : 557367-035

CUSTOMER NO: 4370089

CUSTOMER: Cathey L. Edwards, Legal Asst
Venture Law Group
2800 Sand Hill Road

500003107775--8

Menlo Park, CA 94025

FOREIGN FILINGS

NAME: ONFIBER NETWORKS, INC.

(5)

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

3K 1/24/00

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 JAN 24 AM 11:33

RECEIVED

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

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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. OnFiber Networks, 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. 77-0528655

(FEI number, if applicable)

4. November 1, 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. c/o Venture Law Group, 2800 Sand Hill Road, Menlo Park, CA 94025

(Current mailing address)

To engage in any act or activity for which corporations may be organized.

8. Telecommunications and data carrier

(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 or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

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.

Corporation Service Company

By: Bobbie Hall

(Registered agent's signature)

*Bobbie Hall, Assistant Vice President

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: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: See attached officers/directors rider

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. Edmund S. Ruffin, Jr.

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

14. Edmund S. Ruffin, Jr., Secretary

(Typed or printed name and capacity of person signing application)

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RIDER
Schedule of Officers and Directors
for OnFiber Networks, Inc.

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DIRECTORS

NAME	ADDRESS	TITLE
Jagdeep Singh	115 Sierra Azule Los Gatos, CA 95032	Director
Stephen P. O'Hara	2285 Bay Street, #10 San Francisco, CA 94123	Director
Drew Perkins	24615 Heather Heights Saratoga, CA 95070	Director
Vinod Khosla	630 Los Trencos Portola Valley, CA 94028	Director

OFFICERS

NAME	ADDRESS	TITLE
Jagdeep Singh	115 Sierra Azule Los Gatos, CA 95032	President, Chief Executive Officer
Stephen P. O'Hara	2285 Bay Street, #10 San Francisco, CA 94123	Executive Vice-President
Edmund S. Ruffin, Jr.	c/o Venture Law Group 2800 Sand Hill Road Menlo Park, CA 94025	Secretary
Jagdeep Singh	115 Sierra Azule Los Gatos, CA 95032	Chief Financial Officer, Treasurer
Drew Perkins	24615 Heather Heights Road Saratoga, CA 95070	Chief Technical Officer

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ONFIBER NETWORKS, 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 TWENTIETH DAY OF JANUARY, A.D. 2000.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ONFIBER NETWORKS, INC." WAS INCORPORATED ON THE FIRST DAY OF NOVEMBER, A.D. 1999.




Edward J. Freel, Secretary of State

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AUTHENTICATION: 0208032

DATE: 01-20-00