

# F00000000598

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CT Corporation System  
660 East Jefferson Street  
Tallahassee, FL 32301  
850-222-1092

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Corporation(s) Name

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
NET 2000 Communications Real Estate, Inc

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☒ Profit ☐ Amendment ☐ Merger  
☐ Nonprofit

☒ Foreign ☐ Dissolution ☐ Mark  
☐ LLC

☐ Limited Partnership ☐ Annual Report ☐ Other  
☐ Reinstatement ☐ Reservation ☐ Ch. RA  
☐ Fictitious Name ☐ UCC

☐ Certified Copy ☐ Photocopies ☐ CUS

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

# 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:

1. Net2000 Communications Real Estate, 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. 51-0384994

(FEI number, if applicable)

4. December 10, 1998

(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. 2180 Fox Mill Road, Herndon, Virginia 20171

(Current mailing address)

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8. See attached purpose clause

(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:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324

(Zip Code)

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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

Kevin Gallagher  
(Registered agent's signature) (Officer)

Kevin Gallagher - Assistant Vice President

(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: \_\_\_\_\_

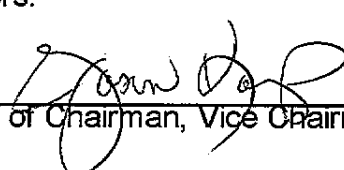
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Treasurer: \_\_\_\_\_

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. Jason Karp, Asst. Secy. \_\_\_\_\_  
(Typed or printed name and capacity of person signing application)

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Appendix to Florida  
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Purpose Clause of  
Net2000 Communications Real Estate, Inc.**

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The purpose is to engage in any lawful act or activity for which corporations may be organized under the Delaware General Corporation Law and to possess and exercise all of the powers and privileges granted under such law and the other laws of the state of Delaware.

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**OFFICERS & DIRECTORS OF  
NET2000 REAL ESTATE, INC.**

**Residential Addresses & Social Security Numbers**

**OFFICERS (Residential Addresses)**

Clayton A. Thomas, Jr.  
Chief Executive Officer  
811 Water Street  
Alexandria, VA 22302

Clyde Heintzelman  
President  
15105 Sunflower Ct  
Rockville, MD 20853

Peter B. Callowhill  
Vice President  
121 Reade Street #3D  
New York, NY 10013

Donald E. Clark  
Treasure and Chief Financial Officer  
1510 Judd Court  
Herndon, VA 20170

Mark A. Mendes  
Secretary and Chief Operating Officer  
35641 Dunthorpe Lane  
Purcellville, VA 20132

Bradley Smith  
Assistant Treasurer  
13619 Copper Ridge Drive  
Herndon, VA 20171

Jason Karp  
Assistant Secretary  
12010 Ridge Knoll Road #9  
Fairfax, VA 22033

Bruce Bednarski  
Vice President  
1307 Ridgemoor Drive  
Laurel, MD 20724

**DIRECTORS (Residential Addresses)**

Clayton A. Thomas, Jr.  
Director  
811 Water Street  
Alexandria, VA 22302

Peter B. Callowhill  
Director  
121 Reade Street #3D  
New York, NY 10013

Eric Geis  
Director  
15746 E. Progress Circle  
Aurora, CO 80015

Reid R. Miles  
Director  
561 River Road  
Bethesda, MD 20816

J. Mitchell Reese  
Director  
2401 Pennsylvania Avenue, NW  
Washington, DC 20037

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NET2000 REAL ESTATE, INC.

OFFICERS

Clayton A. Thomas, Jr., 224-06-9464  
Chief Executive Officer  
2180 Fox Mill Road  
Herndon, VA 20171  
(703) 654-2000

Clyde Heintzelman 206-30-9528  
President  
2180 Fox Mill Road  
Herndon, VA 20171  
(703) 654-2000

Peter B. Callowhill, 016-36-7164  
Vice President  
11 Hanover Square 9<sup>th</sup> Floor  
New York, NY 10005  
(212) 806-1999

Donald E. Clark, 226-84-2500  
Treasure and Chief Financial Officer  
2180 Fox Mill Road  
Herndon, VA 20171  
(703) 654-2000

Mark A. Mendes, 151-66-5598  
Secretary and Chief Operating Officer  
2180 Fox Mill Road  
Herndon, VA 20171  
(703) 654-2000

Bradley Smith, 151-66-5598  
Assistant Treasurer  
2180 Fox Mill Road  
Herndon, VA 20171  
(703) 654-2000

Jason Karp, 060-56-7100  
Assistant Secretary  
2180 Fox Mill Road  
Herndon, VA 20171  
(703) 654-2000

Bruce Bednarski, 341-40-4883  
Vice President  
1302 Concourse Drive, Suite 400  
Linthicum, MD 21090  
(410) 850-5800

DIRECTORS

Clayton A. Thomas, Jr.  
Chief Executive Officer  
2180 Fox Mill Road  
Herndon, VA 20171  
(703) 654-2000

Peter B. Callowhill  
Vice President  
11 Hanover Square 9<sup>th</sup> Floor  
New York, NY 10005  
(212) 806-1999

Eric Geis  
Director  
2180 Fox Mill Road  
Herndon, VA 20171  
(703) 654-2000

Reid R. Miles  
Director  
2180 Fox Mill Road  
Herndon, VA 20171  
(703) 654-2000

J. Mitchell Reese  
Director  
2180 Fox Mill Road  
Herndon, VA 20171  
(703) 654-2000

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*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 "NET2000 COMMUNICATIONS REAL ESTATE, 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-EIGHTH DAY OF JANUARY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0223745

DATE: 01-28-00