

Document Number Only

# FOU000001526

C T CORPORATION SYSTEM

Requestor's Name  
660 East Jefferson Street

Address  
Tallahassee, FL 32301 (850)222-1092

City State Zip Phone

CORPORATION(S) NAME

800003175798--4  
-03/20/00--01091--009  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

800003175798--4  
-03/20/00--01091--010  
\*\*\*1150.00 \*\*\*1150.00

800003175798--4  
-03/20/00--01091--011  
\*\*\*\*\*8.75 \*\*\*\*\*8.75

Darwin Networks, Inc.

FILED  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
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- Profit
- NonProfit
- Limited Liability Company
- Foreign
- Limited Partnership
- Reinstatement
- Limited Liability Partnership
- Certified Copy
- Call When Ready
- Walk In
- Mail Out
- Amendment
- Merger
- Dissolution/Withdrawal
- Mark
- Annual Report
- Reservation
- Photo Copies
- Other
- Change of R.A.
- Fictitious Name
- CUS
- Call if Problem
- Will Wait
- After 4:30
- Pick Up

*Qualification*

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SECRETARY OF STATE

PLEASE RETURN EXTRA COPY(S)  
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THANKS  
LAURA EARNEST

*Handwritten initials and date: BK 3/20/00*

**TRANSMITTAL LETTER**

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: Darwin Networks, Inc.  
(Name of corporation - must include suffix)

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:

00 MAR 28 1988  
DIVISION OF CORPORATIONS  
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Barbara G. Mangus  
(Name of Person)

Wyatt, Tarrant & Combs  
(Firm/Company)

2800 Citizens Plaza  
(Address)

Louisville, KY 40202  
(City/State/Zip)

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

John K Doll at (502) 213-3677  
(Name of Person) (Area Code & Daytime Telephone Number)

**STREET ADDRESS:**

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

**MAILING ADDRESS:**

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

**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. Darwin 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 3. 61-1344152  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. March 15, 1999 5. perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. August 11, 1999  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 3650 National City Tower, 101 S. Fifth St.  
Louisville, KY 40202  
(Current mailing address)

8. To provide internet access using digital subscriber line and wireless technologies and related services and equipment.  
(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: CT Corporation System  
Office Address: 1200 S. Pine Island Rd.  
Plantation, Florida, 33324  
(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.*

Susan J. Metz  
(Registered agent's signature)  
**Susan J. Metz**  
**Assistant Secretary**

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)

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

Chairman: See attached

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

Vice Chairman: \_\_\_\_\_

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

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

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

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

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

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

President: See attached

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. John K. Doll Secretary  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. John K. Doll SECRETARY  
(Typed or printed name and capacity of person signing application)

**Darwin Networks, Inc.**  
**Officers & Directors**

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| <u>Name</u>         | <u>Title</u>                          | <u>Business Address</u>  |
|---------------------|---------------------------------------|--|
| Jonathan Spector    | Chief Executive Officer/<br>President | 3650 National City Tower<br>101 S. Fifth St.<br>Louisville, Kentucky 40202 |
| Lawrence Pitterman  | Chief Operating Officer               | 3650 National City Tower<br>101 S. Fifth St.<br>Louisville, Kentucky 40202 |
| Leo T. Whitt        | Chief Financial Officer/<br>Treasurer | 3650 National City Tower<br>101 S. Fifth St.<br>Louisville, Kentucky 40202 |
| John K. Doll        | Secretary                             | 3650 National City Tower<br>101 S. Fifth St.<br>Louisville, Kentucky 40202 |
| David A. Jones, Jr. | Director                              | 1650 National City Tower<br>101 S. Fifth St.<br>Louisville, Kentucky 40202 |
| Robert S. Saunders  | Director                              | 1650 National City Tower<br>101 S. Fifth St.<br>Louisville, Kentucky 40202 |
| Michael Gellert     | Director                              | 49th Floor<br>122 E. 42nd Street<br>New York, NY 10168-0130                |
| Jack Tyrrell        | Director                              | 200 31st Avenue N.<br>Suite 200<br>Nashville, TN 37203                     |

*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 "DARWIN 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 TWENTY-SIXTH DAY OF JANUARY, A.D. 2000.

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DIVISION OF CORPORATIONS  
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A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0218456

DATE: 01-26-00