

F00000002062

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: LD EXCHANGE.COM, 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:

Chris Stockhoff

(Name of Person)

Telecom Compliance Services, Inc.

(Firm/Company)

6455 East Johns Crossing

(Address)

Duluth

GA

30097

(City/State/Zip)

800003202408--7

-04/10/00--01155--009

\*\*\*\*\*70.00 \*\*\*\*\*70.00

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

Chris Stockhoff

(Name of Person)

at ( 678 ) 775-2244

(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.  
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

CO APR 10 AM 10:37

SECTION OF STATE  
DIVISION OF CORPORATIONS

MJH

**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:*

**LD EXCHANGE.COM, INC.**

1. \_\_\_\_\_  
(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. 33-0740085  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. January 15, 1997 5. Perpetual  
(Date of Incorporation) (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. 6455 East Johns Crossing, Suite 285, Duluth, GA 30097

\_\_\_\_\_  
(Current mailing address)

8. Provide Telecommunication Services  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

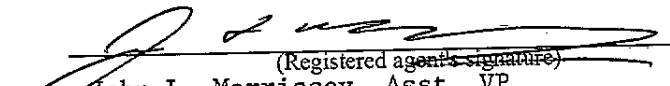
9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box NOT acceptable)

Name: National Corporate Research, Ltd., Inc.

Office Address: 1406 Hays Street Suite #2  
Florida, 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.*

-   
(Registered agent's signature)  
John L. Morrissey, Asst. VP
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.

00 APR 10 AM 10:37

SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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: Please See Attached Sheet

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

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

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

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

Address: 2510 N. Redhill Ave.; Ste. 230, Santa Ana, CA 92705-5542

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

Address: 2510 N. Redhill Ave.; Ste. 230, Santa Ana, CA 92705-5542

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

President: Please See Attached Sheet

Address: 2510 N. Redhill Ave.; Ste. 230, Santa Ana, CA 92705-5542

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

Address: 2510 N. Redhill Ave.; Ste. 230, Santa Ana, CA 92705-5542

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

Address: 2510 N. Redhill Ave.; Ste. 230, Santa Ana, CA 92705-5542

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

Address: 2510 N. Redhill Ave.; Ste. 230, Santa Ana, CA 92705-5542

**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. M'Liss Jones Kane, Corporate Secretary

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

## **List of Officers and Directors**

### **OFFICERS**

John Snedegar	Chief Executive Officer
Joseph L. Putegnat	President
Pat Stone	Executive VP
Dale Christiansen	Treasurer
MLiss Jones Kane	Executive VP and Secretary

### **DIRECTORS**

John Snedegar  
Joseph L. Putegnat  
Patrick F. Stone

*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 "LD EXCHANGE.COM, 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-FOURTH DAY OF MARCH, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "LD EXCHANGE.COM, INC." WAS INCORPORATED ON THE FIFTEENTH DAY OF JANUARY, A.D. 1997.

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. . . . .



  
Edward J. Freel, Secretary of State

2706430 8300

001151457

AUTHENTICATION: 0339012  
DATE: 03-24-00