



THE UNITED STATES
CORPORATION
COMPANY

F00000002274

ACCOUNT NO. : 072100000032

REFERENCE : 673445 7207331

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 70.00

00 APR 25 PM 1:20

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ORDER DATE : April 24, 2000

ORDER TIME : 10:46 AM

ORDER NO. : 673445-015

CUSTOMER NO: 7207331

000003223180--5

CUSTOMER: Kristin Ronhovde, Legal Asst
Elink Communications, Inc.
6708 Wisconsin Avenue

Chevy Chase, MD 20815

FOREIGN FILINGS

5

NAME: ELINK COMMUNICATIONS, INC.

00 APR 25 PM 1:19

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

BK
4/25

RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 APR 25 PM 12:12

RECEIVED

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

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1. eLink Communications, 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. 52-2198578

(FEI number, if applicable)

4. 6/1/99

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. May 1, 2000

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

7. 6708 Wisconsin Ave

Bethesda, Md 20815

(Current mailing address)

8. In building broadband access

(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: [Signature]

(Registered agent's signature)

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)

See Attachment

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. _____

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

14. _____

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

00 APR 25 PM 1:20
DIVISION OF CORPORATIONS
STATE OF TEXAS

ELINK BOARD OF DIRECTORS

MEMBER	ADDRESS
Michael Sloan	6708 Wisconsin Ave., Bethesda, MD 20815
Jason Epstein	6708 Wisconsin Ave., Bethesda, MD 20815
Marc Glosserman	6708 Wisconsin Ave., Bethesda, MD 20815
Stephen DesJardins	1250 Fourth Street, Fifth Floor, Santa Monica, CA 90401
Jose Rodriguez	375 Park Avenue, Suite 3808, New York, NY 10152
Mark Rose	1401 Eye Street NW, Suite 900, Washington DC 20005

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ELINK OFFICERS

NAME	TITLE	ADDRESS
Michael Sloan	President and Treasurer	6708 Wisconsin Ave., Bethesda, MD 20815
Jason Epstein	Chief Executive Officer	6708 Wisconsin Ave., Bethesda, MD 20815
Marc Glosserman	Executive Vice President and Secretary	6708 Wisconsin Ave., Bethesda, MD 20815
Monique Marcus	Assistant Treasurer	6708 Wisconsin Ave., Bethesda, MD 20815
Helen Quick	Assistant Secretary	6708 Wisconsin Ave., Bethesda, MD 20815
Kristin Ronhovde	Assistant Secretary	6708 Wisconsin Ave., Bethesda, MD 20815

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ELINK COMMUNICATIONS, INC." IS 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 APRIL, A.D. 2000.

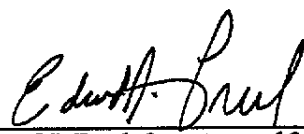
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ELINK COMMUNICATIONS, INC." WAS INCORPORATED ON THE FIRST DAY OF JUNE, A.D. 1999.

SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR 23 11:20 PM '00




Edward J. Freel, Secretary of State

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001207072

AUTHENTICATION:

DATE:

0397280

04-24-00