

Document number

F00000002323

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
Fax 850 222 7615
Attn: Jeff Netherton

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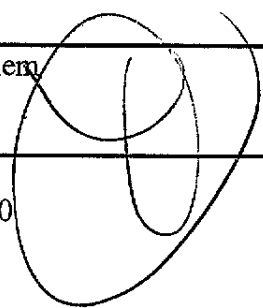
CORPORATION(S) NAME

Eureka Broadband Corporation

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
Acknowledgement _____
W.P. Verifier _____

04/27/00



BK
4/27

RECEIVED
00 APR 27 PM 12:02
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

SECRETARY OF STATE
DIVISION OF CORPORATIONS
APR 27 PM 2:45

**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. EUREKA BROADBAND CORPORATION

(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.)

ORIGINAL NAME: "SILICON ALLEY TELECOMMUNICATIONS CORPORATION"

2. DELAWARE

(State or country under the law of which it is incorporated)

3. 06-150 6004

(FEI number, if applicable)

4. JANUARY 20, 1998

(Date of incorporation)

5. PERPETUAL

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

6. 6/1/00

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

7. 270 MADISON AVE 6th Floor

NEW YORK, NY 10016

(Current mailing address)

8. BROADBAND
TELECOMMUNICATIONS SERVICE PROVIDER

(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: C/O CT CORPORATION SYSTEM

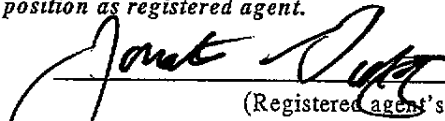
Office Address: 1200 SOUTH PINE ISLAND ROAD

PLANTATION, FLA., 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.



Jonathan R. Giddings
Assistant Secretary

(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)

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

Chairman: Jeffrey E. Ginzberg - see below
Director: Robert W. Vanech - see below
Address: _____

Director: _____
Vice-Chairman: Brian B. Applegate

Address: 10 Spectrum Equity 333 Middlefield Rd, Menlo Park, CA

Director: Scott Ellison

Address: 10 Spectrum Equity 333 Middlefield Rd, Menlo Park, CA

Director: Neal Douglas

Address: 10 Spectrum Equity 333 Middlefield Rd, Menlo Park, CA

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

CEO
President: Jeffrey E. Ginzberg

Address: 270 Madison Ave 6th Fl.
New York, NY 10016

Vice-President: Robert W. Vanech

Address: 270 Madison Ave 6th Fl.
New York, NY 10016

CFO
Secretary: Christopher W. Simmons

Address: 270 Madison Ave 6th Fl.
New York, NY 10016

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Christopher W. Simmons
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Christopher W. Simmons - CFO
(Typed or printed name and capacity of person signing application)

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 "EUREKA BROADBAND CORPORATION" 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 SEVENTEENTH DAY OF APRIL, A.D. 2000.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR 27 PM 2:45



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

Edward J. Freel, Secretary of State

2847787 8300

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AUTHENTICATION: 0384679

DATE: 04-17-00