



THE UNITED STATES
CORPORATION
COMPANY

F00000002707

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 15 PM 3:28

ACCOUNT NO. : 072100000032

REFERENCE : 685573 4306058

AUTHORIZATION :

Patricia Pizzuto

COST LIMIT : \$ 70.00

ORDER DATE : May 3, 2000

ORDER TIME : 10:38 AM

ORDER NO. : 685573-005

000003252330--0

CUSTOMER NO: 4306058

CUSTOMER: Ms. Susan J. Melech
Harter Secrest & Emery
700 Midtown Tower

Rochester, NY 14604

FOREIGN FILINGS

NAME: JED TELECOM, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

RECEIVED
00 MAY 15 AM 11:31
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32304

**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.*

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1. JED Telecom, 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. 06-1578967
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. March 31, 2000 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. c/o John J. Eduardo, Suite 210, 1198 Venetian Way
Miami, FL 33139
(Current mailing address)
8. International communications and To engage in any act or activity for which corporations may be organized.
(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.

By: John Pelletier
(Registered agent's signature)

John Pelletier, Assistant Vice President.

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

14. John J. Eduardo, President
(Typed or printed name and capacity of person signing application)

OFFICERS/DIRECTORS RIDER

FL-Application by Foreign Corporation for Authorization

JED Telecom, Inc.

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List of Officers

Name: John J. Eduardo **Title:** President
Bus. Addr.: c/o JED Telecom, Inc. 1198 Venetian Way, Miami, FL 33139

Name: Karina Del Junco **Title:** Secretary
Bus. Addr.: c/o JED Telecom, Inc. 1198 Venetian Way, Suite 210, Miami, FL 33139

List of Directors

Name: John J. Eduardo **Term:** Mar 31, 2002
Bus. Addr.: c/o JED Telecom, Inc. 1198 Venetian Way, Suite 210, Miami, FL 33139

State of Delaware
Office of the Secretary of State

PAGE

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SECRETARY OF CORPORATIONS
100 MAY 15 PM 3:28

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "JED TELECOM, 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 TWELFTH DAY OF MAY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "JED TELECOM, INC." WAS INCORPORATED ON THE THIRTY-FIRST DAY OF MARCH, A.D. 2000.



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Edward J. Freel
Edward J. Freel, Secretary of State

AUTHENTICATION:

0435113

DATE:

05-12-00