

# F0000003644



ACCOUNT NO. : 072100000032

REFERENCE : 742712 7203718

AUTHORIZATION : *Patricia*

COST LIMIT : \$ 70.00

ORDER DATE : June 23, 2000

ORDER TIME : 12:54 PM

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ORDER NO. : 742712-010

CUSTOMER NO: 7203718

CUSTOMER: John Cassella, Legal Assistant  
Diveo Broadband Networks, Inc.  
Suite 320  
3201 New Mexico Avenue, NW  
Washington, DC 20016

FOREIGN FILINGS

NAME: DIVEO BROADBAND NETWORKS, INC.

XXXX QUALIFICATION (TYPE: CO)

*5*  
*h/c*

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JUN 27 PM 3:06

RECEIVED  
00 JUN 27 PM 1:35  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

*6/27*

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.

FILED STATE SECRETARY OF CORPORATIONS JUN 27 PM 3:06

1. Diveo Broadband 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 (State or country under the law of which it is incorporated) 3. 52-1996836 (FEI number, if applicable)

4. 10-01-1996 (Date of incorporation) 5. Perpetual (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. 3201 New Mexico Avenue, N.W., Suite 320 Washington, DC 20016 (Current mailing address)

Any lawful act or activity

8. (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)

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JUN 27 PM 3:06

**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. Victor A. Lago, Assistant Secretary *Victor A. Lago*  
(Typed or printed name and capacity of person signing application)

**DIVEO BROADBAND NETWORKS, INC.**

Directors & Officers	Title	Address
David R. Schmieg	Chairman of the Board Chief Executive Officer	3201 New Mexico Avenue, N.W. Suite 320 Washington DC 20016
Robert E. Benbow	Director	3201 New Mexico Avenue, N.W. Suite 320 Washington DC 20016
Robert Gheewalla	Director	3201 New Mexico Avenue, N.W. Suite 320 Washington DC 20016
Robert Goad	Director	3201 New Mexico Avenue, N.W. Suite 320 Washington DC 20016
Muneer Satter	Director	3201 New Mexico Avenue, N.W. Suite 320 Washington DC 20016
Richard Schifter	Director	3201 New Mexico Avenue, N.W. Suite 320 Washington DC 20016
Kevin Somerville	Director	3201 New Mexico Avenue, N.W. Suite 320 Washington DC 20016
Blair P. Whitaker	Director	3201 New Mexico Avenue, N.W. Suite 320 Washington DC 20016
David Solomon	Director	3201 New Mexico Avenue, N.W. Suite 320 Washington DC 20016
Leon Garza	President Chief Operating Officer	3201 New Mexico Avenue, N.W. Suite 320 Washington DC 20016
Laurence A. Hinz	Executive Vice President Chief Financial Officer Assistant Secretary	3201 New Mexico Avenue, N.W. Suite 320 Washington DC 20016
David H. Rutchik	Executive Vice President – Corporate Development General Counsel Secretary	3201 New Mexico Avenue, N.W. Suite 320 Washington DC 20016
John B. Holmblad	Senior Vice President – Operations Chief Technical Officer	3201 New Mexico Avenue, N.W. Suite 320 Washington DC 20016
Victor A. Lago	Assistant Secretary	3201 New Mexico Avenue, N.W. Suite 320 Washington DC 20016

SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
 00 JUN 27 PM 3:08

*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 "DIVEO BROADBAND NETWORKS, INC." AS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND 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 JUNE, A.D. 2000.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JUN 27 PM 3:06



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0521942

DATE: 06-26-00