

Document Number On

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

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*****70.00 *****70.00

CORPORATION(S) NAME

NSW Submarine Cable Systems, Inc.

FILED
SECRETARY OF CORPORATIONS
00 JUL 25 PM 12:56

<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		

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DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32301

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W.P. Verifier _____

07/25/00

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[Handwritten date 7/25]

**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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DIVISION OF CORPORATIONS

1. NSW SUBMARINE CABLE SYSTEMS, 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. Applied For
(FEI number, if applicable)

4. June 29, 2000
(Date of incorporation)

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

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

7. 900 Broken Sound Parkway, N.W.

Boca Raton, FL 33487, USA

(Current mailing address)

8. Marketing, Sale & Installation Services in connection with submarine optical fiber cable.
(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: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, 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.

(Registered agent's signature)

JENNIFER F AULTMAN
ASSISTANT SECRETARY

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: Derek O. Lawrence
Address: 800 17th Street NW
Hickory NC 28601 USA

Director: Valentin Jug
Address: D26944 Nordenham
P. O. Box 14 64
Germany

Director: Wolfgang Giebel
Address: D26944 Nordenham
P. O. Box 14 64
Germany

Director: K. McNeill Taylor, Jr.
Address: 800 17th Street NW
Hickory NC 28601 USA

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

President: — Derek O. Lawrence
Address: 800 17th Street NW
Hickory NC 28601, USA

Vice President: Ignacio Ospino
Address: 900 Broken Sound Parkway N.W.
Boca Raton, FL 33487, USA

Vice President: Valentin Jug
Address: D26944 Nordenham
P. O. Box 14 64
Germany

Vice President: Wolfgang Giebel
Address: D26944 Nordenham
P. O. Box 14 64
Germany

Secretary: K. McNeill Taylor, Jr.
Address: 800 17th Street NW
Hickory NC 28601, USA

Treasurer: Richard Saltz
Address: 800 17th Street NW
Hickory NC 28601, USA

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

13.


(Signature)

14. K. McNeill Taylor, Jr., Director and Secretary
(Typed Name & capacity)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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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 "NSW SUBMARINE CABLE SYSTEMS, 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-FIRST DAY OF JULY, A.D. 2000. --

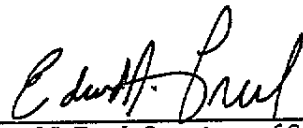
AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Edward J. Freel, Secretary of State

0572961

AUTHENTICATION:

07-21-00

DATE: