

**CORPORATE  
ACCESS,  
INC.**

# F00000005666

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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TALLAHASSEE, FLORIDA

1.) NxGen Networks, Inc.  
(CORPORATE NAME & DOCUMENT #)

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-10/10/00--01080--021  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

2.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

3.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

4.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

5.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

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DEPARTMENT OF STATE  
DIVISION OF CERTIFICATES  
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**SPECIAL INSTRUCTIONS**

5  
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**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. NxGen 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. Nevada 3. 87-0621120  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 11-26-80 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. 1700 Lincoln Street, Suite 1920  
Denver, CO 80203  
(Current mailing address)
8. Long Distance Telecommunication Services  
(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: NRAI Services, Inc.
- Office Address: 526 East Park Avenue  
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.*

NRAI Services, Inc.

Beth Perrizo

(Registered agent's signature)

Beth Perrizo, 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: SEE ATTACHED ADDENDUM

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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

President: SEE ATTACHED ADDENDUM

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

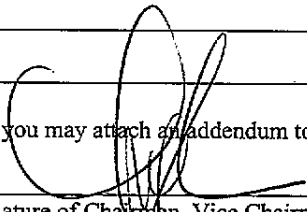
Secretary: \_\_\_\_\_

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. MARK SAMPSON CHAIRMAN & CEO  
(Typed or printed name and capacity of person signing application)

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**Addendum**  
**NxGen Networks, Inc.**

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TALLAHASSEE, FLORIDA

**Officers**

**CEO**

Mark Sampson	1700 Lincoln Street, Suite 1920 Denver, CO 80203
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**President**

Anthony C. Overman	c/o International Long Distance Corporation P.O. Box 2181 Global Tech Center, Don Juan Road Hertford, NC 27944-0218
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**Secretary**

Donald M. Spears	P.O. Box 622, Old Bank of Malvern Building 212 South Main Street Malvern, AR 72104
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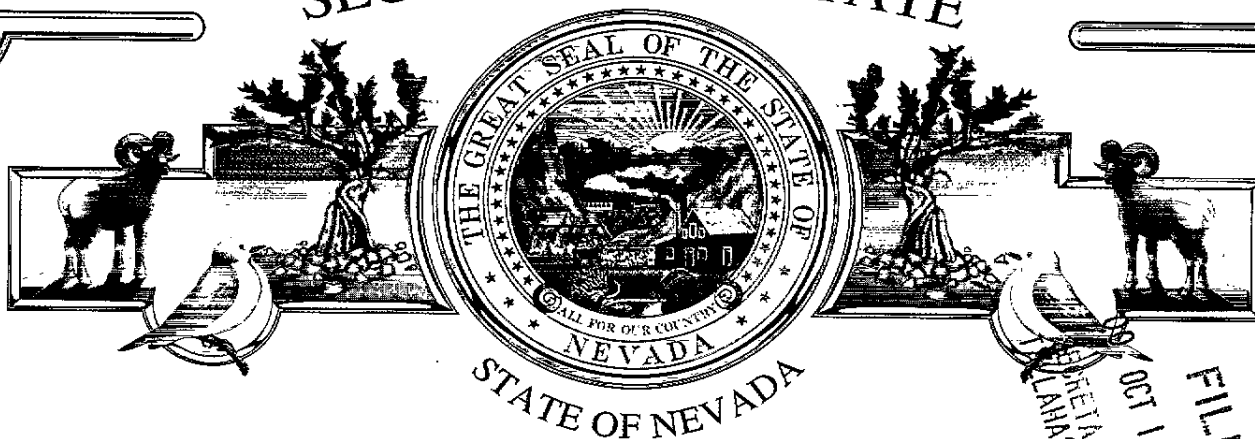
**Directors**

Mark Sampson	1700 Lincoln Street, Suite 1920 Denver, CO 80203
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Anthony C. Overman	c/o International Long Distance Corporation P.O. Box 2181 Global Tech Center, Don Juan Road Hertford, NC 27944-0218
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Donald M. Spears	P.O. Box 622, Old Bank of Malvern Building 212 South Main Street Malvern, AR 72104
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# SECRETARY OF STATE



## CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

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OCT 10 PM 3:05  
TAMMASEE, FLORIDA  
SECRETARY OF STATE

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **NXGEN NETWORKS, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since November 26, 1980, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand  
and affixed the Great Seal of State, at my office, in  
Carson City, Nevada, on September 26, 2000.



*Dean Heller*

Secretary of State

By

*Joann Dixon*

Certification Clerk