



F00000006768

ACCOUNT NO. : 072100000032

REFERENCE : 417031 7311485

AUTHORIZATION :

COST LIMIT : \$ 35.00

FILED
2002 MAR -5 PM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Patricia Pugh

ORDER DATE : February 26, 2002

ORDER TIME : 10:10 AM

ORDER NO. : 417031-070

CUSTOMER NO: 7311485

CUSTOMER: Mr. Burt Fealing
Genuity, Inc.
225 Presidential Way
P.O. Box 4100
Woburn, MA 01888

000005043580--9

CHANGE OF AGENT

NAME: GENUITY TELECOM INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY

C. Coufflette MAR 05 2002

CONTACT PERSON: Mimi Stephens

RECEIVED
02 MAR -5 AM 11:24
DEPARTMENT OF STATE
DIVISION OF CORPORATE
AFFAIRS
TALLAHASSEE, FLORIDA

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes,
the undersigned corporation organized under the laws of the State of Delaware
submits the following statement in order to change its registered office or registered agent or both, in
the State of Florida.

1. The name of the corporation:

GENUITY TELECOM INC.

2. The mailing address of the corporation:

225 Presidential Way, Woburn, MA 01801

3. Date of incorporation/qualification: December 6, 2000

Document number: FD0000006768

4. The name and address of the current registered agent and office:

CT Corporation System

1200 South Pine Island Road

Plantation, FL 33324

5. The name and address of the new registered agent (if changed) and/or registered office (if changed):
(P. O. Box ~~Not~~ Acceptable)

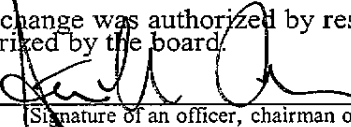
Corporation Service Company

1201 Hays Street

Tallahassee, FL 32301

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.



(Signature of an officer, chairman or vice chairman of the board)

February 11, 2002
(Date)

Steven N. AVRUCH, Assistant Secretary
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 obligation of my position as registered agent.

Corporation Service Company


(Signature of Registered Agent)

3/1/02
(Date)

If signing on behalf of an entity:

Anne M. Martin

(Typed or Printed Name)

Assistant Vice President

(Capacity)

*** FILING FEE: \$35.00 ***