



UCC FILING & SEARCH SERVICES, INC.

16 East Park Avenue
Tallahassee, Florida 32301
(850) 681-5523

HOLD

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UCC SERVICES
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835675/7000U

February 16, 2001

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

NeoWorld Communications Inc.

Filing Evidence

☒ Plain/Confirmation Copy

☐ Certified Copy

Retrieval Request

☐ Photocopy

☐ Certified Copy

Type of Document

☐ Certificate of Status

☐ Certificate of Good Standing

☐ Articles Only

☐ All Charter Documents to Include
Articles & Amendments

☐ Fictitious Name Certificate

☐ Other

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-02/16/01--01039--011

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

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign <i>h/c 2/14</i>
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
FEB 16 2001
TALLAHASSEE, FLORIDA
CLERK OF CIRCUIT COURT

h/c 2/14

**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.

01 FEB 16 PM 1:32
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

1. NeoWorld Communications 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. 752829605
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. July 14, 1999 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification."
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 1515 Broad Street, Bloomfield, NJ 07003
(Principal office address)
1515 Broad Street, Bloomfield, NJ 07003
(Current mailing address)

8. To conduct any lawful act or activity for which corporations may be formed under the laws of the State of Florida.
(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: NationsCorp Registered Agents, Inc.

Office Address: 526 E. Park Avenue

Tallahassee, Florida 32301
(City) (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.

Ed Hand - President

(Registered agent's signature)

Inc 855

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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: SEE ATTACHED LIST

Address: _____

Vice Chairman: SEE ATTACHED LIST

Address: _____

Director: SEE ATTACHED LIST

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHED LIST

Address: _____

Vice President: SEE ATTACHED LIST

Address: _____

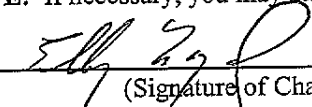
Secretary: _____

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. Elby Loyd, Senior Vice President

(Typed or printed name and capacity of person signing application)

01 FEB 16 PM 1:32
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Directors and Officers
Neoworld Communications, Inc.**

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01 FEB 16 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Officers

Address

Brian D. McAuley - President	Four Meadow Lane Saddle River, NJ 07458
John Pescatore - Exec. Vice Pres/ Chief Oper. Off	1515 Broad Street Bloomfield, NJ 36111
Elby Loyd - Sr. Vice President	1099 Boneset Drive Crystal Lake, IL 60014
Andy Daskalakis - Sr. Vice President	8800 Bradley Boulevard Bethesda, MD 20817
Stan DeCosmo- Sr. Vice President	2440 Cross Creek Lane Escondido, CA 92025
Eric Mollman- Treasurer/Asst. Secy	911 Euclid Avenue Winnetka, IL 60093
Ann Poh - Assistant Secretary	1515 Broad Street Bloomfield, NJ 36111
Lisa Zappala - Assistant Secretary	1515 Broad Street Bloomfield, NJ 36111
Leonard Gubar - Secretary	Piper, Marbury, Rudnick & Wolfe 1251 Avenue of the Americas New York, NY 10020-1104

Directors

Address

Jim Perry	Madison Dearborn Partners Three First National Plaza, Suite 3800 Chicago, IL 60602
Doug Grissom	Madison Dearborn Partners Three First National Plaza, Suite 3800 Chicago, IL 60602
Watts Hamrick	First Union Securities 301 South College Street, Fifth Floor Charlotte, NC 28288
David Pearson	Goldman Sachs One New York Plaza New York, NY 10004
Jackie Kimzey	Sevin Rosen 13455 Noel Road Dallas, TX 75240
Andy Daskalakis	8800 Bradley Bethesda, MD 20817
Brian D. McAuley	Four Meadow Lane Saddle River, NJ 07458

State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NEOWORLD COMMUNICATIONS 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 SECOND DAY OF FEBRUARY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "NEOWORLD COMMUNICATIONS INC." WAS INCORPORATED ON THE FOURTEENTH DAY OF JULY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3070248 8300

AUTHENTICATION: 0952592

010055545

DATE: 02-02-01

FILED
01 FEB 18 PM 3:32
TALLAHASSEE, FLORIDA
SECRETARY OF STATE