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ACCOUNT NO. : 072100000032

REFERENCE : 311001 5058704

AUTHORIZATION :

COST LIMIT : \$ 87.50

ORDER DATE : November 5, 2001

ORDER TIME : 10:26 AM

ORDER NO. : 311001-005

CUSTOMER NO: 5058704

CUSTOMER: Bea Coker, Legal Asst  
Burr & Forman Llp  
Suite 1200, One Georgia Center  
600 W. Peachtree Street  
Atlanta, GA 30308

FOREIGN FILINGS

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NAME: ILD HOLDINGS, INC.

XXXX QUALIFICATION (TYPE: CO)

BK

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Norma Hull -- EXT# 1115

EXAMINER: \_\_\_\_\_

**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. ILD Holdings, 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. 59-3749520**

(State or country under the law of which it is incorporated)

(FEI number, if applicable)

**4. October 5, 2001**

**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. 13000 Sawgrass Village Circle, Suite 41- Ponte Vedra Beach, FL 32082**

(Principal office address)

**13000 Sawgrass Village Circle, Suite 41- Ponte Vedra Beach, FL 32082**

(Current mailing address)

Perform telecommunications business as allowed by the State of Florida

**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**  
(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.*

**Corporation Service Company**

**BRIAN COURTNEY, ASST. V.P.**

(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.**

SECY OF STATE  
TALLAHASSEE, FLA  
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12:01

12. Names and business addresses of officers and/or directors:

**A. DIRECTORS**

Chairman: See attached officers/directors rider

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

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

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

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

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

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

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

**B. OFFICERS**

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. C. Read Morton, Jr. \_\_\_\_\_

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. C. Read Morton, Jr. - Secretary \_\_\_\_\_

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

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ILD Holdings, Inc.

Officer/Director Rider

**Officers:**

Michael F. Lewis	Chairman	13000 Sawgrass Village Circle, Ste. 41, Ponte Vedra Beach, FL 32082-501
Dennis J. Stoutenburgh	President	16200 Addison Road, Suite 100, Addison, Texas 75001
H. Edward Brooks	Executive Vice President, Chief Financial Officer	13000 Sawgrass Village Circle, Ste. 41, Ponte Vedra Beach, FL 32082-501
Don Scribner Sr.	Sr. Vice President	16200 Addison Road, Suite 100, Addison, Texas 75001
Larry Hill	Senior Vice President	2600 Cumberland Parkway, Suite 200 Atlanta, GA 30339
Frederick W. Lloyd	Vice President	13000 Sawgrass Village Circle, Ste. 41, Ponte Vedra Beach, FL 32082-501
Robert Gallagher	Vice President	16200 Addison Road, Suite 100, Addison, Texas 75001
Dan Kahrs	Vice President	2600 Cumberland Parkway, Suite 200 Atlanta, GA 30339
Larry E. Hall	Vice President	16200 Addison Road, Suite 100, Addison, Texas 75001
Jeff Smith	Vice President	16200 Addison Road, Suite 100, Addison, Texas 75001
Randy Wright	Vice President	16200 Addison Road, Suite 100, Addison, Texas 75001
C. Read Morton, Jr.	Secretary	600 West Peachtree Street, Suite 1200, Atlanta, GA 30308
Reid Presson	Assistant Secretary	1101 Lake Point Circle McKinney, TX 75070

**Directors:**

Dennis J. Stoutenburgh	16200 Addison Road, Suite 100, Addison, Texas 75001
H. Edward Brooks	13000 Sawgrass Village Circle, Ste. 41, Ponte Vedra Beach, FL 32082-501
David Wilds	13000 Sawgrass Village Circle, Ste. 41, Ponte Vedra Beach, FL 32082-501
William P. Payne	13000 Sawgrass Village Circle, Ste. 41, Ponte Vedra Beach, FL 32082-501
Michael F. Lewis	13000 Sawgrass Village Circle, Ste. 41, Ponte Vedra Beach, FL 32082-501
C. Read Morton, Jr.	600 West Peachtree Street, Suite 1200 Atlanta, GA 30308
Robert Flanagan	13000 Sawgrass Village Circle, Ste. 41, Ponte Vedra Beach, FL 32082-501
John J. McDonald	13000 Sawgrass Village Circle, Ste. 41, Ponte Vedra Beach, FL 32082-501

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*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 "ILD HOLDINGS, 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 FIFTH DAY OF NOVEMBER, A.D. 2001.

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

FILED FILED  
01 NOV -6 PM 2:001 NOV -6 PM 2:01  
SECRETARY OF STATE SECRETARY OF STATE  
TALLAHASSEE, FLORIDA TALLAHASSEE, FLORIDA

*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State



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AUTHENTICATION: 1426784

010554810

DATE: 11-05-01