

# F01666666235

## TRANSMITTAL LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: FUSION TELECOMMUNICATIONS INTERNATIONAL, INC.  
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

100004704171--9  
-12/04/01--01055--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

William R. Heitz, Esq.

(Name of Person)

William R. Heitz, P.A.

(Firm/Company)

1801 SOUTH FEDERAL HWY., SU 237

(Address)

DELRAY BEACH, FL 33483

(City/State and Zip code)

For further information concerning this matter, please call:

William R. Heitz

(Name of Person)

at ( 561 ) 274-7000

(Area Code & Daytime Telephone Number)

### STREET ADDRESS:

Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

### MAILING ADDRESS:

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☒ \$70.00 Filing Fee    ☐ \$78.75 Filing Fee & Certificate of Status    ☐ \$78.75 Filing Fee & Certified Copy    ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

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01 DEC -4 PM 9:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

mtu  
12/6

**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. FUSION TELECOMMUNICATIONS INTERNATIONAL, 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. 58-2342021  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 9/1997 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. 420 LEXINGTON AVENUE, SU 518, NY, NY 10170  
(Principal office address)  
420 LEXINGTON AVE, SU 518, NY, NY 10170  
(Current mailing address)
8. Provide INTERNATIONAL TELECOMMUNICATIONS SVC.  
(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: William R. Heitz, P.A.  
Office Address: 1801 SOUTH Federal Hwy., SU 237  
DELRAY BEACH, Florida 33403  
(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.*

William R. Heitz, Esq.  
(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.

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

A. DIRECTORS \*

Chairman: JOEL A. SCHLEICHER

Address: 140 KNIGHTSBRIDGE  
WATCHUNG, NJ 07060

Vice Chairman: MARVIN S. ROSEN

Address: 420 LEXINGTON AVENUE, SUITE 518  
NEW YORK, N.Y. 10170

Director: \* SEE ADDENDUM FOR COMPLETE LISTING OF DIRECTORS

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

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

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

B. OFFICERS

President: MARVIN S. ROSEN

Address: 420 LEXINGTON AVENUE, SUITE 518,  
NEW YORK, N.Y. 10170

Vice President: MATTHEW ROSEN

Address: 420 LEXINGTON AVENUE, SUITE 518  
NEW YORK, N.Y. 10170

Secretary: PHILIP D. TURITS

Address: 420 LEXINGTON AVENUE, SUITE 518, NEW YORK, N.Y. 10170

Treasurer: PHILIP D. TURITS

Address: 420 LEXINGTON AVENUE, SUITE 518, NEW YORK, N.Y. 10170

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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. MARVIN S. ROSEN, VICE CHAIRMAN AND CEO

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

ADDENDUM

DIRECTOR & OFFICER LIST FOR FTI

Officer List:

- 1) Mr. Marvin Rosen, CEO  
c/o Fusion Telecommunications International, Inc.  
420 Lexington Avenue, Suite 518  
New York, NY 10170
- 2) Mr. Philip D. Turits, Secretary & Treasurer  
c/o Fusion Telecommunications International, Inc.  
420 Lexington Avenue, Suite 518  
New York, NY 10170
- 3) Mr. Eric D. Ram, Executive Vice President  
5851 SW 94<sup>th</sup> Street  
Miami, FL 33156
- 4) Mr. Matthew Rosen, Executive Vice President-President of U.S. Operations  
c/o Fusion Telecommunications International, Inc.  
420 Lexington Avenue, Suite 518  
New York, NY 10170
- 5) Mr. Joel Maloff, Vice President of Internet & Data Services  
3334 Alpine Drive  
Ann Arbor, MI 48108

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**Board of Director List:**

- 1) Mr. Cesar A. Baez  
Hicks, Muse, Tate & Furst  
1325 Avenue of the Americas, 25<sup>th</sup> Floor  
New York, NY 10019
- 2) Mr. E. Alan Brumberger  
Anderson, Weinroth, & Co.  
1330 Avenue of the Americas  
New York, NY 10019
- 3) Ms. Evelyn L. Greer  
Hogan, Greer & Shapiro  
2400 South Dixie Highway  
Suite 200  
Miami, FL 33133
- 4) Mr. Joseph P. Kennedy II  
Citizen's Energy Corporation  
530 Atlantic Avenue, 5<sup>th</sup> Floor  
Boston, MA 02210
- 5) Gov. Raymond E. Mabus  
6 Carlyle Place  
Jackson, MS 39216
- 6) Mr. Thomas F. McLarty III  
1717 Pennsylvania Avenue, NW  
Suite 625  
Washington, DC 20006
- 7) Mr. Manuel D. Medina  
2601 S. Bayshore Drive  
PH-1B  
Coconut Grove, FL 33133
- 8) Mr. Paul O'Brien  
The O'Brien Group  
70 Franklin Street, 3<sup>rd</sup> Fl.  
Boston, MA 02110

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- 9) Mr. Marvin S. Rosen (Vice Chairman)  
FTI  
420 Lexington Avenue, Suite 518  
New York, NY 10170
- 10) Mr. Joel A. Schleicher (Chairman)  
140 Knightsbridge  
Watchung, NJ 07060
- 11) Mr. Kenneth I. Starr  
Starr & Co.  
350 Park Avenue  
New York, NY 10022
- 12) Mr. Philip D. Turits  
137 Crestview Lane  
Sagaponack, NY 11962
- 13) Mr. Joseph Wright, Jr.  
Terremark  
599 Lexington Avenue, 44<sup>th</sup> Floor  
New York, NY 10019

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*State of Delaware*  
*Office of the Secretary of State* PAGE 1

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FUSION TELECOMMUNICATIONS INTERNATIONAL, 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-EIGHTH DAY OF NOVEMBER, A.D. 2001..

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TALLAHASSEE, FLORIDA



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

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AUTHENTICATION: 1468860

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DATE: 11-28-01