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Monica Borne Haah
Ellen Ann G. Sands
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June 13, 2002

Ms. Katherine Harris
Florida Secretary of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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-06/17/02--01078--005
*****70.00 *****70.00

RE: Horizon Telecom, Inc.

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BK

Dear Ms. Harris:

Enclosed for filing please find an original and one (1) copy of the Transmittal Letter, Application by Foreign Corporation for Authorization to Transact Business in Florida and Certificate of Existence with Status in Good Standing for Horizon Telecom, Inc. The requisite \$70.00 filing fee is also enclosed.

Please return a filed copy of the documents in the self-addressed stamped envelope provided.

Thank you for your assistance in this matter. If you should have any questions, please do not hesitate to call me.

Sincerely,

Sheree G. West
Sheree G. West

Enclosure

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Horizon Telecom, Inc.
(Name of corporation - must include suffix)

FILED
JUN 17 PM 12:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

Sheree G. West
(Name of Person)

Nowalsky, Bronston & Gothard, APLLC
(Firm/Company)

3500 North Causeway Blvd., Suite 1442
(Address)

Metairie, Louisiana 70002
(City/State and Zip code)

For further information concerning this matter, please call:

Sheree G. West at (504) 832-1984
(Name of Person) (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:

- | | | | |
|---|--|---|---|
| <input type="checkbox"/> \$70.00 Filing Fee | <input type="checkbox"/> \$78.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee &
Certified Copy | <input type="checkbox"/> \$87.50 Filing Fee,
Certificate of Status &
Certified Copy |
|---|--|---|---|

**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

FILED
JUN 17 PM 12:17
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

1. Horizon Telecom, 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. 88-0478450
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 9/14/00 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. 2323 S. Washington Avenue, Suite 210, Titusville, FL 32780
(Principal office address)
2323 S. Washington Avenue, Suite 210, Titusville, FL 32780
(Current mailing address)
8. The sale of telecommunications services and products.
(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 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.

NRAI Services, Inc.

By: _____

(see attached)

(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.

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Deborah A. Secrest

Address: 2323 S WASHINGTON AVENUE, TITUSVILLE, FL 32780

Director: _____

Address: _____

B. OFFICERS

President: Deborah A. Secrest

Address: 2323 S WASHINGTON AVENUE, TITUSVILLE, FL 32780

Vice President: _____

Address: _____

Secretary: Michael Secrest

Address: 2323 S WASHINGTON AVENUE, TITUSVILLE, FL 32780

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Deborah A. Secrest

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

14. Deborah A. Secrest, President

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

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TALLAHASSEE, FLORIDA

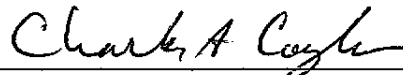
ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

NRAI Services, Inc. having been named as registered agent and to accept service of process for the aforementioned corporation at the place designated in this application, hereby accepts the appointment as registered agent and agrees to act in this capacity. NRAI Services, Inc. further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties, and NRAI Services, Inc. is familiar with and accepts the obligations of its position as registered agent.

FILED
JUN 17 PM 12:17
TALLAHASSEE
SECRETARY OF STATE
FLORIDA

Dated:

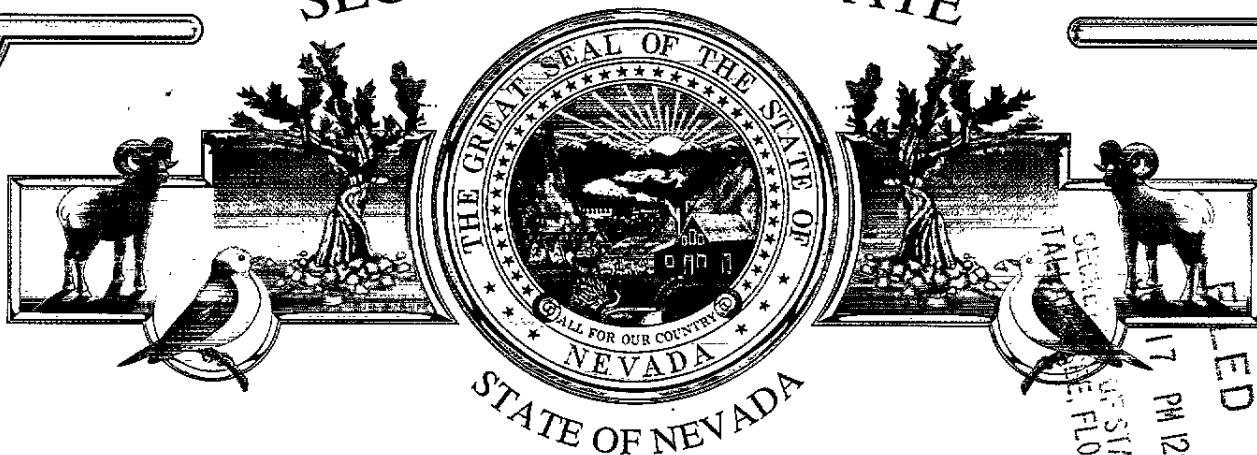
NRAI Services, Inc.



Charles A. Coyle - Assistant Secretary

Florida

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

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, and limited-liability partnerships 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, **HORIZON TELECOM, INC.**, as a corporation organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since September 14, 2000, 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 June 10, 2002.

Dean Heller

DEAN HELLER
Secretary of State

By

[Signature]

Certification Clerk