

# F03000002125

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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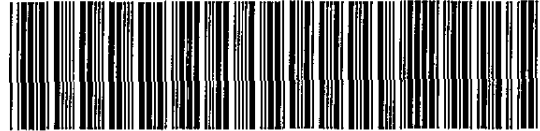
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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03 APR 29 AM 10:24  
DIVISION OF CORPORATIONS

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03 APR 29 PM 12:38  
TALLAHASSEE, FLORIDA

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03 APR 29 PM 12:34  
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY™

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03 APR 29 PM 12:34  
SEAL STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032  
REFERENCE : 070491 5170236  
AUTHORIZATION : *Patricia Pignatelli*  
COST LIMIT : \$ 70.00

-----  
ORDER DATE : April 25, 2003  
ORDER TIME : 9:56 AM  
ORDER NO. : 070491-025  
CUSTOMER NO: 5170236  
CUSTOMER: Carmen Luis  
Xo Communications  
11111 Sunset Hills Road  
Reston, VA 20190  
-----

FOREIGN FILINGS

NAME: XO DOMESTIC HOLDINGS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_\_\_\_ CERTIFIED COPY  
XX PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 1156

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. XO Domestic 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

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

3. 91-2019476

(FEI number, if applicable)

4. 1/5/2000

(Date of incorporation)

5. Perpetual

(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. 11111 Sunset Hills Road, Reston, VA 20190

(Principal office address)

11111 Sunset Hills Road, Reston, VA 20190

(Current mailing address)

8. Telecommunications

(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

(Registered agent's signature)

*Ann R. Drilling*

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 officers/directors rider

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

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

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

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

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

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

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

B. OFFICERS

President: See attached officers/directors rider

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

Vice President: \_\_\_\_\_

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

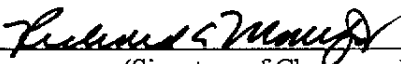
Secretary: \_\_\_\_\_

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

Treasurer: \_\_\_\_\_

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

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

13.   
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Richard A. Montfort - Assistant Secretary  
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

**XO DOMESTIC HOLDINGS, INC.**

**SLATE OF DIRECTORS**

Nathaniel A. Davis  
Gary D. Begeman  
Wayne M. Rehberger

**SLATE OF OFFICERS**

Nathaniel A. Davis	Chief Executive Officer & President
Gary D. Begeman	Senior Vice President, General Counsel & Secretary
R. Gerard Salemmme	Senior Vice President, Regulatory and Legislative Affairs
Wayne M. Rehberger	Senior Vice President, Chief Financial Officer
Tom Notar	Vice President, Network Finance
William Garrahan	Vice President, Corporate Development & Strategic Planning
Noelle N. Beams	Vice President, Treasurer
Kathy Isaac	Vice President, Controller
Michael O'Day	Assistant Treasurer, Chief Tax Officer
Kristi Jung	Assistant Treasurer
Richard A. Montfort	Assistant Secretary
Jay Hull	Assistant Secretary

Business Address for all Directors and Officers:  
11111 Sunset Hills Road  
Reston, VA 20190

# Delaware

*The First State*

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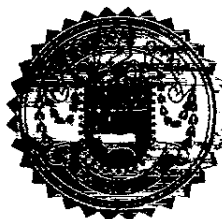
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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "XO DOMESTIC HOLDINGS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-EIGHTH DAY OF APRIL, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "XO DOMESTIC HOLDINGS, INC." WAS INCORPORATED ON THE FIFTH DAY OF JANUARY, A.D. 2000.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.



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

3154937 8300

AUTHENTICATION: 2386595

030272687

DATE: 04-28-03