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Division of Corporations

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Florida Department of State
Division of Corporations
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Fax Number : (850) 205-0383

From:
Account Name : NATIONAL CORPORATE RESEARCH, LTD.
Account Number : I20000000088
Phone : (800) 221-0102
Fax Number : (212) 564-6083

FOREIGN PROFIT QUALIFICATION

FUSION BROADBAND, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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**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 BROADBAND, INC.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Int.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. DELAWARE **3. 30-0238661**
(State or country under the law of which it is incorporated) (FBI number, if applicable)

4. MARCH 25, 2004 **5. PERPETUAL**
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 9/10/04
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. PO BOX 25 CHAMPAIGN IL 61824
(Principal office address)

PO BOX 25 CHAMPAIGN IL 61824
(Current mailing address)

8. Providing satellite TV services.
(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 NOT acceptable)

Name: **National Corporate Research, Ltd., Inc.**

Office Address: **103 N. Meridian 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.


(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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TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: see attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See a Backed

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. Mark A. Seifres
(Signature of Director or Officer listed in number 12 of the application)

14. Mark A. Seifres VP
(Typed or printed name and capacity of person signing application)

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Corporate Address:
Fusion Broadband, Inc.
544 Livingston Court
Marietta GA 30067

Mailing Address:
Fusion Broadband, Inc.
PO Box 25
Champaign IL 61824

Officers:
Eric Fichtner, President/CEO
2155 Valley Drive SE
Marietta GA 30067
Phone: 770-893-7402
SSN: 254-25-5095

Mark Scifres, Vice President/COO-CTO
1207 Dorchester
Champaign IL 61821
Phone: 217-239-3647
SSN: 559-15-0715

Thaddeus Wilson, Treasurer
877 Euclid Avenue
Atlanta GA 30307
Phone: 770-893-7445
SSN: 251-02-7296

Directors:
Mark Scifres, Chairman
Eric Fichtner, Director
Donald Scifres, Director

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Delaware

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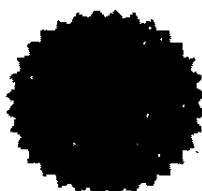
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FUSION BROADBAND, 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 EIGHTH DAY OF SEPTEMBER, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "FUSION BROADBAND, INC." WAS INCORPORATED ON THE TWENTY-FIFTH DAY OF MARCH, A.D. 2004.

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

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 3339016

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DATE: 09-08-04

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