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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 161629 7403074

AUTHORIZATION :

COST LIMIT : \$ 87.50

ORDER DATE : January 24, 2005

ORDER TIME : 12:22 PM

ORDER NO. : 161629-005

CUSTOMER NO: 7403074

CUSTOMER: Ms. Melanie J. Bosman
Swidler, Berlin, Shereff &
523 Mccolley Street

Milford, DE 19963

FOREIGN FILINGS

NAME: IDS TELCOM CORP.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Sara Lea -- EXT# 2914

EXAMINER: _____

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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. IDS Telcom Corp.

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

IDS Telcom Corp. of Delaware

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

2. Delaware

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

3. applied for

(FEI number, if applicable)

4. January 4, 2005

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. upon qualification

(Date first transacted business in Florida, if prior to registration)

(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 2855 South Congress Avenue, Delray Beach, FL 33445

(Principal office address)

2855 South Congress Avenue, Delray Beach, FL 33445

(Current mailing address)

8. any lawful purposes, incl. but not limited to telecommunications-related 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: 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

By: Cynthia L. Harris

(Registered agent's signature)

Cynthia L. Harris
as its agent

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: Kenneth Baritz

Address: 2855 South Congress Avenue, Delray Beach, FL 33445

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Kenneth Baritz

Address: 2855 South Congress Avenue, Delray Beach, FL 33445

VP-Fiscal Operations: Terie Hannay, 2855 S. Congress Avenue, Delray Beach, FL 33445

Vice President: - Finance: Don Zyck

Address: 2855 South Congress Avenue, Delray Beach, FL 33445

Asst. Secretary: Scott Kellogg, 2855 South Congress Avenue, Delray Beach, FL 33445

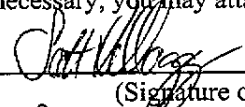
Secretary: Michael Burman

Address: 2855 South Congress Avenue, Delray Beach, FL 33445

Treasurer: Michelle Baker

Address: 2855 South Congress Avenue, Delray Beach, FL 33445

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

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. SCOTT KELLOGG, ASSISTANT SECRETARY
(Typed or printed name and capacity of person signing application)

IDS TELCOM CORP. OFFICER AND DIRECTOR INFORMATION RIDER

OFFICERS:

<u>Officer Name</u>	<u>Office</u>	<u>Address</u>
Kenneth Baritz	Chief Executive Officer & President	2855 South Congress Avenue Delray Beach, FL 33445
Jim Doherty	Chief Operating Officer	2855 South Congress Avenue Delray Beach, FL 33445
Don Zyck	Vice President-Finance	2855 South Congress Avenue Delray Beach, FL 33445
Terie Hannay	Vice President-Fiscal Operations	2855 South Congress Avenue Delray Beach, FL 33445
Michelle Baker	Treasurer	2855 South Congress Avenue Delray Beach, FL 33445
Michael Burman	Secretary	2855 South Congress Avenue Delray Beach, FL 33445
Scott Kellogg	Assistant Secretary	2855 South Congress Avenue Delray Beach, FL 33445

DIRECTOR:

Kenneth Baritz	2855 South Congress Avenue Delray Beach, FL 33445
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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 "IDS TELCOM CORP." 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-FOURTH DAY OF JANUARY, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "IDS TELCOM CORP." WAS INCORPORATED ON THE FOURTH DAY OF JANUARY, A.D. 2005.

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



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3636636

DATE: 01-24-05