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1

PROFIT CORPORATION ANNUAL REPORT 1998

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED

98 JUN -2 PM 4:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # F93000002383 (8)

1. Corporation Name

PSINET, INC.

no comma

Principal Place of Business

510 HUNTMAR PK DR
HERNDON VA 20170
US

Mailing Address

510 HUNTMAR PK DR
HERNDON VA 20170
US

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

05/18/1993

4. FEI Number

16-1353600

Applied For

Not Applicable

5. Certificate of Status Desired

\$8.75 Additional
Fee Required

6. Election Campaign Financing
Trust Fund Contribution

\$5.00 May Be
Added to Fees

8. This corporation owes or has paid the current year Intangible
Personal Property Tax due June 30.

Yes No

10. Name and Address of New Registered Agent

9. Name and Address of Current Registered Agent

CT CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City

FL

85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature of person filing this statement (required)

(If Not Registered Agent Signature Required when re-registering)

DATE

12. OFFICERS AND DIRECTORS

DELETE

TITLE PCEO
NAME SCHRADER, WILLIAM L
STREET ADDRESS 510 HUNTMAR PARK DR.
CITY-ST-ZIP HERNDON VA 22070

DELETE

TITLE D
NAME BAUMER, WILLIAM
STREET ADDRESS 4545 CHRISTIAN DRIVE
CITY-ST-ZIP CLARENCE NY 14031

DELETE

TITLE VP
NAME LEVINN, MITCHELL
STREET ADDRESS 510 HUNTMAR PARK DRIVE
CITY-ST-ZIP HERNDON VA

DELETE

TITLE D
NAME WOODSON, WADE
STREET ADDRESS 2884 SAN HILL ROAD, #121
CITY-ST-ZIP MENLO PARK CA 94025

DELETE

TITLE VPSD
NAME KUNKEL, DAVID NB
STREET ADDRESS 510 HUNTMAR PARK DR
CITY-ST-ZIP HERNDON VA

DELETE

TITLE VCOD
NAME WILLS, HAROLD S
STREET ADDRESS 510 HUNTMAR PARK DR
CITY-ST-ZIP HERNDON VA

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

Change Addition

1.1 TITLE
1.2 NAME
1.3 STREET ADDRESS
1.4 CITY-ST-ZIP

Change Addition

2.1 TITLE
2.2 NAME
2.3 STREET ADDRESS
2.4 CITY-ST-ZIP

Change Addition

3.1 TITLE
3.2 NAME
3.3 STREET ADDRESS
3.4 CITY-ST-ZIP

Change Addition

4.1 TITLE
4.2 NAME
4.3 STREET ADDRESS
4.4 CITY-ST-ZIP

Change Addition

5.1 TITLE
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY-ST-ZIP

Change Addition

6.1 TITLE
6.2 NAME
6.3 STREET ADDRESS
6.4 CITY-ST-ZIP

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE J. J. Hest... 4/6/98 703-944-1100 x1705

CR2E034 (10/97)

**PSINet Inc.
1998 Florida Profit Corporation Annual Report**

Item 12. The names of the additional officers are:

Edward D. Postal
510 Huntmar Park Drive
Herndon, VA 20170

Senior Vice President,
Chief Financial Officer

John J. Chidester
510 Huntmar Park Drive
Herndon, VA 20170

Senior Vice President, U.S. Sales and
Marketing

Mitchell D. Levinn
510 Huntmar Park Drive
Herndon, VA 20170

Vice President, Network Operations

Mary-Ann Carolan
510 Huntmar Park Drive
Herndon, VA 20170

Vice President

Richard R. Frizalone
510 Huntmar Park Drive
Herndon, VA 20170

Vice President, Alliances and Business
Development, Corporate Network
Services

James R. Davin
510 Huntmar Park Drive
Herndon, VA 20170

Vice President and Chief Technical Officer

Mark S. Fedor
510 Huntmar Park Drive
Herndon, VA 20170

Vice President, Engineering

Volker Kleinn
510 Huntmar Park Drive
Herndon, VA 20170

Vice President, European Operations

Michael J. Malesardi
510 Huntmar Park Drive
Herndon, VA 20170

Vice President and Controller

John F. Kraft
510 Huntmar Park Drive
Herndon, VA 20170

Vice President, Carrier and ISP Services

PSINet Inc.

1998 Florida Profit Corporation Annual Report (Item 12 continued)

Anthony A. Aveta 510 Huntmar Park Drive Herndon, VA 20170	Vice President and Chief Information Officer
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Harry G. Hobbs 510 Huntmar Park Drive Herndon, VA 20170	Vice President, Customer Administration
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Michael L. Mael 510 Huntmar Park Drive Herndon, VA 20170	Vice President, Application and Web Services
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William P. Cripe 510 Huntmar Park Drive Herndon, VA 20170	Vice President, Human Resources
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Kathleen B. Horne, Esq. 510 Huntmar Park Drive Herndon, VA 20170	Vice President and Assistant General Counsel
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John B. Muleta 510 Huntmar Park Drive Herndon, VA 20170	Vice President
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Charles P. Cary 510 Huntmar Park Drive Herndon, VA 20170	Vice President, Product Management and Development, Corporate Network Services
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Teresa Zajonczkoski 510 Huntmar Park Drive Herndon, VA 20170	Assistant Secretary
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The names of the additional Directors are:

Ralph J. Swett 510 Huntmar Park Drive Herndon, VA 20170	Ian P. Sharp 510 Huntmar Park Drive Herndon, VA 20170
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William A. Wilson
510 Huntmar Park Drive
Herndon, VA 20170