Secretary of State

March 5, 2001

BLUESHIFT TELECOM, INC. 833 SANDERS ROAD, SUITE 180 NORTHBROOK, IL 60062

SUBJECT: BLUESHIFT TELECOM, INC.

Ref. Number: F95000005084

000004338450--2

SUBJECT: BLUESHIFT TELECOM, INC.

Document #: F95000005084

Our records indicate the registered agent for the above named corporation resigned on March 2, 2001 and that this corporation currently does not have a registered agent designated.

Pursuant to Florida Statutes 607, this office is required to give 60 days notice of our intent to revoke the certificate of authority of a foreign corporation authorized to transact business in Florida for failing to appoint and maintain a registered agent.

This letter is your notice of our intent to revoke the above named corporation's certificate of authority to transact business in Florida 60 days from the date of this letter if a registered agent is not properly designated.

Enclosed is a registered agent designation application for you to complete and return with the filing fee of \$35.

If you should need any further information, please contact our office at (850) 487-6050.

Carol Mustain Corporate Specialist Division of Corporations

Letter Number: 101A00013357



May 17, 2001

BLUESHIFT TELECOM, INC. 833 Sanders Road, Suite 180 Northbrook, IL 60062

SUBJECT: BLUESHIFT TELECOM, INC.

Document #: F95000005084

Due to your failure to respond to our letter advising you of your corporation not maintaining a registered agent and giving 60 days notice of our intent to revoke the authority of the above corporation, this corporation is now revoked.

A Certificate of Revocation is enclosed.

If you have any questions concerning this matter, please call (850) 487-6050.

Louise Flemming-Jackson Corporate Specialist Supervisor Division of Corporations

Letter Number: 401A00030325



CERTIFICATE OF REVOCATION

The requirements of section 607.1531 or 617.1531, Florida Statutes, requiring 60 days notice of our proposed revocation of the certificate of authority of a foreign corporation authorized to transact business in Florida, have been met for BLUESHIFT TELECOM, INC., an Illinois corporation. The certificate of authority of this corporation is hereby revoked as of May 17, 2001 for failure to designate and maintain a registered agent, as required by law.

The document number of this corporation is F95000005084.

Given under my hand and the Great Seal of the State of Florida at Tallahassee, the Capitol, this the Seventeenth day of May, 2001



CR2EO22 (1-99)

Katherine Harris Katherine Harris Secretary of State