

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-222-9171  
904-222-0303 FAX

800-342-8086

**F96000000/370**

**CSC networks**  
PROVIDING THE  
LEGAL AND SERVICE

ACCOUNT NO. : 072100000032

REFERENCE : 882723 4905A

AUTHORIZATION : *Patricia Pyatt*

COST LIMIT : \$ 122.50

ORDER DATE : March 14, 1996

ORDER TIME : 9:43 AM

1000001747591

ORDER NO. : 882723

CUSTOMER NO: 4905A

CUSTOMER: Jody Carlson, Legal Assistant  
Hogan & Hartson L.L.P.  
Columbia Sq., 8th Fl, E. Tower  
555 Thirteenth Street, N.W.  
Washington, DC 20004-1109

FOREIGN FILINGS

NAME: MINDSPRING ENTERPRISES, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: LORI DUNLAP

FILED  
95 MAR 18 PM 12:58  
TALLAHASSEE, FLORIDA  
95 MAR 18 PM 11:09  
DIVISION OF CORPORATIONS

**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. MindSpring Enterprises, 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 3. \_\_\_\_\_  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 12/21/95 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon approval of this application  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 1430 West Peachtree St., NW, Suite 400  
Atlanta, Georgia 30309  
(Current mailing address)
8. Provide Internet access services; in addition, any purpose for which corporations may be organized in Delaware, so long as such purpose does not conflict with Florida law.  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. **Name and street address of Florida registered agent:**  
Name: CORPORATION SERVICE COMPANY  
Office Address: 1201 Hays Street, Suite 105  
Tallahassee, Florida, 32301  
(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: Laura R. Dunlap  
ITS AGENT (Registered agent's signature)  
Laura R. Dunlap

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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: SEE ATTACHMENT A

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

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

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

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

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

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

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

B. OFFICERS

President: SEE ATTACHMENT A

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

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

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

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

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

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

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

FILED  
96 MAR 18 PM 12:59  
SEAL OF THE STATE  
TALLAHASSEE, FLORIDA

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

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

14. Michael Misikoff, Secretary, CFJ  
(Typed or printed name and capacity of person signing application)

# ATTACHMENT A

MindSpring Enterprises, Inc.

Directors and Officers

The address for all directors and officers is 1430 West Peachtree Street, NW, Suite 400, Atlanta, GA 30309.

<u>Name</u>	<u>Title</u>
Campbell B. Lanier, III	Director
Charles M. Brewer	Director, President, and Chief Executive Officer
William H. Scott, III	Director
Michael S. McQuary	Executive Vice President and Chief Operating Officer
Michael G. Misikoff	Director, Vice President, Secretary, Treasurer, and Chief Financial Officer
J. Fredrick Nixon	Vice President of Engineering
James T. Markle	Vice President of Network Operations
Gregory J. Stromberg	Vice President of Customer Service
Robert D. Sanders	Vice President of Network Engineering
Alan J. Taetle	Vice President of Business Development
Susan F. Nicholson	Vice President of Marketing

FILED  
96 MAR 18 PM 12:59  
SECURITY DIVISION  
FEDERAL BUREAU OF INVESTIGATION  
WASHINGTON, D.C. 20535

*State of Delaware*  
*Office of the Secretary of State*

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MINDSPRING ENTERPRISES, 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 FIFTEENTH DAY OF MARCH, A.D. 1996.

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.

FILED  
 96 MAR 18 PM 12:59  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA



2568598 8300

960076498

*Edward J. Freel*

Edward J. Freel, Secretary of State 7057168

AUTHENTICATION: 03-15-96

DATE: