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TRANSMITTAL LETTER

~~16-07-22-97~~

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

500001853835
-06/06/96--01082--008
*****70.00 *****70.00

SUBJECT: American Communication Services of Jacksonville, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Mary Keough
(Name of Person)
American Communciations Services, Inc.
(Firm/Company)
131 National Business Parkway, Suite 100
(Address)
Annapolis Junction, Md. 20701
(City, State and Zip Code)

Should you need to call someone concerning this matter, please call:

Mary Keough at (301) 617 - 4246
(Name of Person) Area Code & Daytime Telephone Number

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COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**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. American Communication Services of Jacksonville, 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. Maryland
(State or country under the law of which it is incorporated)
3. Applied for
(FEI number, if applicable)
4. May 9, 1996
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Herewith
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 131 National Business Parkway, Suite 100
Annapolis Junction, Md. 20701
(Current mailing address)
8. To operate and construct a fiber optic network.
(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: Paul M. Harden

Office Address: 1301 Riverplace Blvd., Suite 2601
Jacksonville, Florida, 32207
(904) 396-5731 (Zip Code)

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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.

Paul M. Harden

(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.

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

A. DIRECTORS

Chairman: _____

Address: _____

DIRECTOR

~~Vice Chairman~~ Richard A. Kozak

Address: 131 National Business Parkway, Ste. 100
Annapolis Junction, Md. 20701

Director: Christopher L. Rafferty

Address: 131 National Business Parkway, Ste. 100
Annapolis Junction, Md. 20701

Director: Olivier L. Trouveray

Address: 131 National Business Parkway, Ste. 100
Annapolis Junction, Md. 20701

B. OFFICERS

President: Richard A. Kozak

Address: 131 National Business Parkway, Ste. 100
Annapolis Junction, Md. 20701

COO
~~Vice President~~ George M. Tronsrue, III

Address: 131 National Business Parkway, Ste. 100
Annapolis Junction, Md. 20701

Secretary: Riley M. Murphy

Address: 131 National Business Parkway, Ste. 100
Annapolis Junction, Md. 20701

CFO
~~Treasurer~~ Harry J. D'Andrea

Address: 131 National Business Parkway, Ste. 100
Annapolis Junction, Md. 20701

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

13.

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

14.

Richard A. Kozak, President & Chief Executive Officer
(Typed or printed name and capacity of person signing application)

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STATE OF MARYLAND

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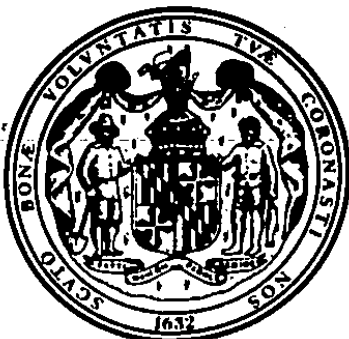
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

301 West Preston Street Baltimore, Maryland 21201

I, BRENDA A. WALKER OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY THE LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT AMERICAN COMMUNICATION SERVICES OF JACKSONVILLE, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND SAID CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN THE STATE OF MARYLAND.

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IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE THIS 17TH DAY OF MAY, 1996.


BRENDA A. WALKER
ADMIN SPECIALIST II