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PROFIT
CORPORATION
ANNUAL REPORT
1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # F96000003523

1. Corporation Name

E.SPIRE COMMUNICATIONS, INC.

Principal Place of Business

Mailing Address

131 NATIONAL BUSINESS PKWY
SUITE 100
ANNAPOLIS JUNCTION MD 20701

131 NATIONAL BUSINESS PKWY
SUITE 100
ANNAPOLIS JUNCTION MD 20701

2. Principal Place of Business

2a. Mailing Address

21 133 National Business Pkwy.,
Suite, Apt. #, etc.

26 133 National Business Pkwy.,
Suite, Apt. #, etc.

22 200

27 200

City & State

City & State

23 Annapolis Junction, MD

28 Annapolis Junction, MD

Zip Country

Zip Country

24 20701

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29 20701

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9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

SELF, FLOYD R
215 S MONROE STREET
TALLAHASSEE FL 32302-1876

81 Name

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

800002929668--0

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-07/13/99--01031--007

84 City

****550.00 ****550.00

FL

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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, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE P ☒ DELETE

NAME REICH, JACK E
STREET ADDRESS 131 NATIONAL BUSINESS PKWY, STE 100
CITY-ST-ZIP ANNAPOLIS JUNCTION MD 20701

TITLE D ☐ DELETE

NAME TROUVEROY, OLIVER L
STREET ADDRESS 131 NATIONAL BUSINESS PKWY, STE 100
CITY-ST-ZIP ANNAPOLIS JUNCTION MD 20701

TITLE VS ☐ DELETE

NAME MURPHY, RILEY M
STREET ADDRESS 131 NATIONAL BUSINESS PKWY, STE 100
CITY-ST-ZIP ANNAPOLIS JUNCTION MD 20701

TITLE CFO ☐ DELETE

NAME PIAZZA, DAVID L
STREET ADDRESS 131 NATIONAL BUSINESS PKWY, STE 100
CITY-ST-ZIP ANNAPOLIS JUNCTION MD 20701

TITLE D ☐ DELETE

NAME POMPLIANO, ANTHONY J
STREET ADDRESS 131 NATIONAL BUSINESS PKWY, STE 100
CITY-ST-ZIP ANNAPOLIS JUNCTION MD 20701

TITLE D ☐ DELETE

NAME BANKS, EDWIN M
STREET ADDRESS 131 NATIONAL BUSINESS PKWY, STE 100
CITY-ST-ZIP ANNAPOLIS JUNCTION MD 20701

11 TITLE COO ☐ Change ☒ Addition

12 NAME Dennis J. Kern
13 STREET ADDRESS 133 National Business Pkwy., Suite 200
14 CITY-ST-ZIP Annapolis Junction, MD 20701

21 TITLE ☒ Change ☐ Addition

22 NAME
23 STREET ADDRESS 133 National Business Pkwy., Suite 200
24 CITY-ST-ZIP

31 TITLE ☒ Change ☐ Addition

32 NAME
33 STREET ADDRESS 133 National Business Pkwy., Suite 200
34 CITY-ST-ZIP

41 TITLE ☒ Change ☐ Addition

42 NAME
43 STREET ADDRESS 133 National Business Pkwy., Suite 200
44 CITY-ST-ZIP

51 TITLE C/CEO ☒ Change ☐ Addition

52 NAME
53 STREET ADDRESS 133 National Business Pkwy., Suite 200
54 CITY-ST-ZIP

61 TITLE ☒ Change ☐ Addition

62 NAME
63 STREET ADDRESS 133 National Business Pkwy., Suite 200
64 CITY-ST-ZIP

I 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 is 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 Section 13 if changed, or on an attachment with an address, with all other like empowered.

IE:

Riley M. Murphy, Secretary

6/25/99

(301) 361-4200

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone #

0647300

CR2E034 (11/98)