

F96000003755TO: Qualification/Tax Lien Section
Division of CorporationsSUBJECT: Long Distance Direct Holdings, 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:

LANCE J.M. STEINHART

(Name of Person)

700001895237
-07/15/96--01149--002
*****70.00 *****70.00LANCE J.M. STEINHART ATTORNEY AT LAW

(Firm/Company)

1100 ABERNATHY ROAD, SUITE 1112

(Address)

ATLANTA, GEORGIA 30328

(City/State/Zip)

W96-14886

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

NANCY HRYSZCZUK

(Name of Person)

at (770)

698-9200

(Area Code & Daytime Telephone Number)

8/7/25

COURIER ADDRESS:

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

MAILING ADDRESS:

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



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

July 17, 1996

LANCE J.M. STEINHART
LANCE J.M. STEINHART, ATTY.
1100 ABERNATHY RD., STE. 1112
ATLANTA, GA 30328

SUBJECT: LONG DISTANCE DIRECT HOLDINGS, INC.
Ref. Number: W96000014886

RESUBMIT

Please give original
submission date as file date.

We have received your document for LONG DISTANCE DIRECT HOLDINGS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

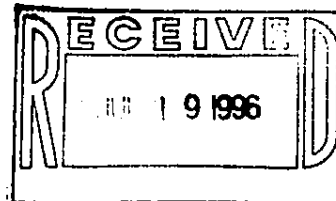
Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 496A00034555

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DIVISION OF CORPORATIONS



96 JUL 17 11:10:05
SECRETARY OF STATE
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. Long Distance Direct Holdings, 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. NEVADA
(State or country under the law of which it is incorporated)
3. 33-032-3376
(FBI number, if applicable)
4. APRIL 5 1988
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. UPON APPROVAL
(Date first transacted business in Florida (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. ONE RIVE HILL PLAZA
PEARL RIVER, NY 10965
(Current mailing address)
8. Reseller OF Telecommunications
(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: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: Corporation Service Company
Office Address: 1201 HAYS STREET
TALLAHASSEE, Florida, 32301
(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.

Deborah D. Skipper, As agent
Deborah D. Skipper (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: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: STEVEN LAMPERT

Address: ONE BLUE HILL PLAZA; PEARL RIVER, NY 10965

Vice Chairman: MICHAEL PRESTON

Address: ONE BLUE HILL PLAZA; PEARL RIVER, NY 10965

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

X 13.

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

14.

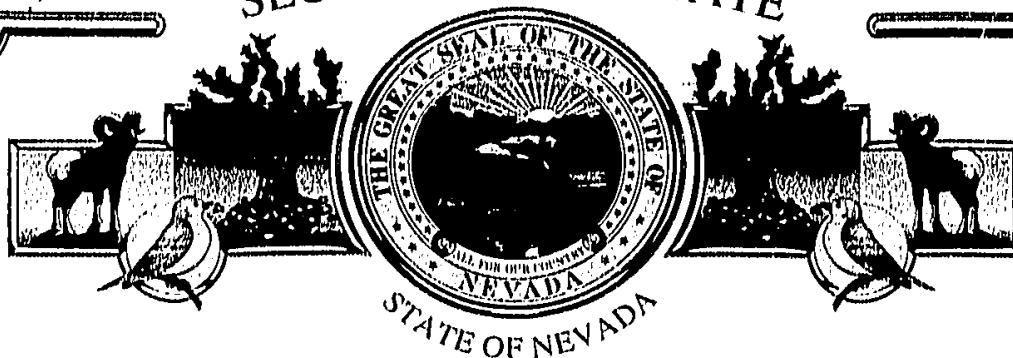
STEVEN LAMPERT -

PRESIDENT

(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited liability companies, limited partnership, and limited liability partnerships pursuant to Title 7 of the Nevada Revised Statutes; and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **LONG DISTANCE DIRECT HOLDINGS, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since April 5, 1988, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed the Great Seal of State, at my office, in
Carson City, Nevada, on May 24, 1996.



Dean Heller
Secretary of State

By

[Signature]
Certification Clerk

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