

1201 HAYS STREET
000-142-8085
F96000004634



96 SEP 10 PM 12:11

ACCOUNT NO. : 072100000032
DIVISION : COMMUNICATION

REFERENCE : 077691 7102363

AUTHORIZATION :

Patricia Pizzuti

COST LIMIT : \$ 70.00

ORDER DATE : September 6, 1996

ORDER TIME : 10:58 AM

ORDER NO. : 077691

CUSTOMER NO: 7102363

CUSTOMER: Leigh Ann Dolan, Esq
Bellsouth Telecommunications,
4300 Southern Bell Center
675 West Peachtree Street, n.e.
Atlanta, GA 30375

FOREIGN FILINGS

NAME: BELLSOUTH PUBLIC
COMMUNICATIONS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

9/10

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 10 PM 1:33

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. BellSouth Public Communications, 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. Georgia (State or country under the law of which it is incorporated) 3. Applied For (FEI number, if applicable)

4. August 23, 1996 (Date of Incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. November 1, 1996 (Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 75 Bagby Drive Homewood, AL 35209 (Current mailing address)

8. Provision of pay phones and related services (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: The Prentice-Hall Corporation System, Inc.

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.

By: Kelly A. Hawley Kelly A. Hawley, Asst Sec. (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: See attached list.

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

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.

13.


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

14.

James B. Hawkins, President
(Typed or printed name and capacity of person signing application)

APPLICATION BY FOREIGN CORPORATION TO
TRANSACTION BUSINESS IN FLORIDA

Officers and Directors

James B. Hawkins	President Director	75 Bagby Drive, Second Floor Homewood, AL 35209
Wendell K. Scott	Vice President- Finance Treasurer	75 Bagby Drive, Second Floor Homewood, AL 35209
Gail F. Barber	Vice President Secretary General Counsel	South E9D1 3535 Colonnade Parkway Birmingham, AL 35243
Leigh Ann Dolan	Assistant Secretary	Suite 4300 675 West Peachtree St., N. E. Atlanta, Georgia 30375
Richard A. Anderson	Director	Suite 4510 675 West Peachtree St., N. E. Atlanta, Georgia 30375
Frederick K. Shaftman	Director	1936 Blue Hills Drive, N. E. Roanoke, VA 24012

Secretary of State
Business Information and Services
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

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FORM NUMBER : 211

CSC NETWORKS
EILEEN EDMONDSON
100 PEACHTREE STREET, STE 660
ATLANTA GA 30303

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DIVISION OF CORPORATIONS
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CERTIFICATE OF EXISTENCE

I, the Secretary of State of the State of Georgia, do hereby certify and seal of my office that

BELLSOUTH PUBLIC COMMUNICATIONS, INC.
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation, or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement or winding up, or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE

