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PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 143005 4306747

AUTHORIZATION :

COST LIMIT : \$ 78.75

Patricia Pyatt

ORDER DATE : November 4, 1996

ORDER TIME : 10:24 AM

ORDER NO. : 143005-015

600001997676--4

CUSTOMER NO: 4306747

CUSTOMER: Gayle Aiken, Legal Assistant
Honigman Miller Schwartz And
2290 First National Building
660 Woodward Street
Detroit, MI 48226

FOREIGN FILINGS

NAME: CAMPUSLINK COMMUNICATIONS
SYSTEMS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

RECEIVED
95 NOV -6 AM 10:44
DIVISION OF CORPORATION

FILED
96 NOV -6 AM 11:11
SECRETARY OF STATE
DIVISION OF CORPORATIONS

mtm
11-6

**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. CampusLink Communications Systems, 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. 13-3741507
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 11/1/93 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 9/1/96
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 1530 EISENHOWER PLACE

ANN ARBOR, MI 48108-3284
(Current mailing address)

The Corporation will provide telephone, video data and other communications

8. Services to schools, hospitals and other institutions.
(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)**

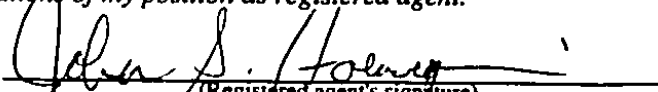
Name: The Prentice-Hall Corporation System, Inc.

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.


(Registered agent's signature)
John S. Hoenigmann

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.

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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: James A. Kotalt Campuslink Communications Systems, Inc.

Address: 1100 Summer St.

Director Stamford, CT 06905

Vice Chairman: Robert I. Schwartz Campuslink Communications Systems, Inc.

Address: 1100 Summer St.

Stamford, CT 06905

Director: Abbot L. Brown Alliance Cabletel Holdings

Address: 150 EL Camino Dr.

Beverly Hills, CA 90212

Director: David L. Lee Alliance Cabletel Holdings

Address: 150 EL Camino Dr.

Beverly Hills, CA 90212

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

President: Robert I. Schwartz Campuslink Communications Systems, Inc.

Address: 1100 Summer St.

Stamford, Ct. 06905

Vice-President: Steve Mayo Campuslink Communications Systems, Inc.

Address: 1530 EISENHOWER PLACE

ANN ARBOR, MI 48105-3204

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13.

Steve Mayo

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

14.

STEVE MAYO - CHIEF OPERATING OFFICER and Secretary

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

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Chief
Operating
Officer

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: Barry Porter Alliance Cabletel Holdings

Address: 150 El Camino Dr.

Beverly Hills, CA. 90212

Vice Chairman: _____

Address: _____

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.

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

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

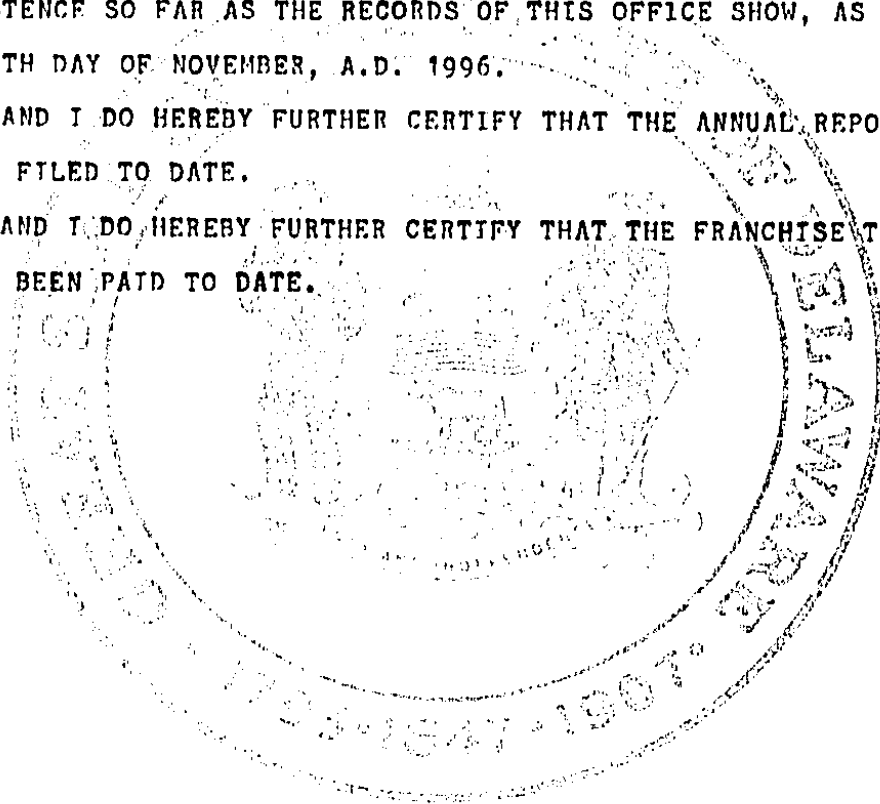
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State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CAMPUSLINK COMMUNICATIONS SYSTEMS, 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 FOURTH DAY OF NOVEMBER, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Edward J. Freel, Secretary of State

AUTHENTICATION:

8176717

DATE:

11-04-96