

F9600000000486

TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS

1000001882291
-07/03/96--01057--001
****1000.00 ***1000.00

SUBJECT: Media One Communications, Inc.
(Name of corporation)

5000001845605
-05/31/96--01026--001
***2000.00 ***2000.00

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:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
4
96 DEC 12 AM 9:44

12/12 Robert Hill
(Name of Person)

800001246266
-08/09/96--01040--008
****70.00 ****70.00

Media One Communications, Inc.
(Firm/Company)

312 East Nine Mile Road, Suite 27
(Address)

Pensacola, FL 32514
(City, State and Zip Code)

3000001922923
-08/15/96--01026--001
***1166.00 ***1166.00

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

Robert Hill at 904, 478-6000
(Name of Person) Area Code & Daytime Telephone Number

204-17461

\$2661.25

4236

COURIER ADDRESS:

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

MAILING ADDRESS:

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



FLORIDA DEPARTMENT OF STATE

**Jim Smith
Secretary of State**

August 9, 1994

**MEDIA ONE COMMUNICATIONS, INC.
% ROBERT HILL
312 E. NINE MILE RD., SUITE 27
PENSACOLA, FL 32514**

**SUBJECT: MEDIA ONE COMMUNICATIONS, INC.
Ref. Number: W94000017461**

We have received your document for MEDIA ONE COMMUNICATIONS, 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):

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Section 607.1502(4) or 617.1502(4), Florida Statutes, requires this office to collect a \$500 penalty fee for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the corporation qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$2661.25.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

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) 487-6094.

**Steven Harris
Corporate Specialist**

Letter Number: 894A00036512



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

December 1, 1994

MEDIA ONE COMMUNICATIONS, INC.
% ROBERT HILL
312 E. NINE MILE RD., SUITE 27
PENSACOLA, FL 32514

SUBJECT: MEDIA ONE COMMUNICATIONS, INC.
Ref. Number: W94000017461

This letter is in response to the application by foreign corporation for authorization to transact business in Florida that was previously submitted to this office for MEDIA ONE COMMUNICATIONS, INC..

The referenced application states that the corporation has transacted business in the State of Florida since December 1, 1990. You were notified by letter dated August 9, 1994, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$2661.25 in appropriate fees and penalties as set forth in Section 607.1502(4), Florida Statutes, (copy enclosed).

Until a response is received by this office concerning the prior notification, the application by foreign corporation for authorization to transact business in Florida will not be processed. If erroneous information was reflected on the previously submitted application, a sworn affidavit may be filed stating the correct date the corporation first transacted business in Florida, that the corporation did not transact business in Florida prior to the application filing year and that the information entered on such application is incorrect. Any such affidavit will be included with your original qualification documents.

Please provide your response to this letter within 30 days to avoid the necessity of further action.

If you have further questions concerning the filing of your document, please telephone the Foreign Qualification/Tax Lien Section at (904) 487-6091.

Steven Harris
Corporate Specialist Letter No. 994A00051557

Enclosure



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 2, 1995

ROBERT HILL
MEDIA ONE COMMUNICATIONS, INC.
312 E. NINE MILE RD., SUITE 27
PENSACOLA, FL 32514

SUBJECT: MEDIA ONE COMMUNICATIONS, INC.
Ref. Number: W94000017461

**CERTIFIED MAIL #P 348 086 560
RETURN RECEIPT REQUESTED**

This letter constitutes notice that the Department of State (Department) intends to pursue all legal remedies provided in Sections 607.0130(3) and 607.1502(4), Florida Statutes, because of the failure of MEDIA ONE COMMUNICATIONS, INC. to pay the appropriate penalties and fees incurred by the transacting of business as a foreign corporation in Florida without authority. I have enclosed a copy of Sections 607.0130(3), 607.1501 and 607.1502, Florida Statutes, for your review.

The application submitted by MEDIA ONE COMMUNICATIONS, INC. for authority to transact business in Florida indicates that the corporation transacted business in Florida prior to qualifying. As a result, associated penalties and fees imposed by Section 607.1502(4), Florida Statutes, are due and owing the Department.

Penalties and fees in the amount of \$2661.25 are now due. To avoid further penalty, payment must be remitted within 15 days of receipt of this letter. Please make your check payable to the Department of State and forward it to this office.

In the event the date business was first transacted in Florida is incorrect or the activity falls under an enumerated exemption provided in Section 607.1501(2), Florida Statutes, please provide this office with an affidavit to that effect. If it is determined that the affidavit establishes either circumstance, all penalties and fees previously imposed will either be withdrawn or will be recalculated in accordance with the corrected information, and the application will be processed accordingly. If you have any questions regarding this matter, please telephone (904) 487-6091. I look forward to your response.

Sincerely,

Douglas D. Sunshine, Assistant General Counsel

KARL W. BOYLES, JR.
ATTORNEY AND COUNSELOR AT LAW

August 6, 1996

POST OFFICE BOX 10404
PENSACOLA, FLORIDA 32501-3404

IBY PALAFIX PLACE
TELEPHONE (804) 433-0220
FAX (804) 433-3301

Gerard T. York, Esquire
Assistant General Counsel
Department of State
LL10 - The Capital
Tallahassee, FL 32399-0250

Re: Department of State vs.
Media One Communications
Case No. 96-1084

Dear Mr. York:

Enclosed please find check in the amount of \$1,166.00 from
Media One Communications, Inc., which was provided this date.

Very truly yours,

Debbie

Debra M. Turi, Secretary to
Karl W. Boyles, Jr., Esq.

dmt

Enclosure

CERTIFIED: RETURN RECEIPT REQUESTED

TALLAHASSEE, FLORIDA
SECRETARY OF STATE

96 AUG - 9 AM 10:32

RECEIVED

KARL W. BOYLES, JR.
ATTORNEY AND COUNSELOR AT LAW

September 3, 1996

POST OFFICE BOX 13404
PENSACOLA, FLORIDA 32501-3404

107 PALMFOX PLACE
TELEPHONE (804) 433-9828
FAX (804) 433-9301

Mr. Hart Collins
Senior Corporate Section Administrator
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Media One Communications, Inc.
Ref. Number: W94000017461
Letter No. 796A00038918

Dear Mr. Collins:

Enclosed find a Certificate of Existence from the State of Alabama Secretary of State per your instruction in correspondence dated August 15, 1996.

Yours very truly,



KARL W. BOYLES, JR.

KWBjr/dt

Enclosure



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 15, 1996

KARL W. BOYLES, JR., ESQ.
PO BOX 13464
PENSACOLA, FL 32591-3464

SUBJECT: MEDIA ONE COMMUNICATIONS, INC.
Ref. Number: W94000017461

We have received your document for MEDIA ONE COMMUNICATIONS, INC. and your check(s) totaling \$4236.00. However, the document has not been filed and is being retained in this office for the following:

The Department of State's General Counsel has settled and agreed to dismiss the case with prejudice. However, before a certificate of authority can be issued to Media One Communications, Inc., s 607.1503(2), F.S., requires that it submit a certificate of good standing from the Alabama Secretary of State dated within the last 90 days. Please contact the Alabama Secretary of State at (334) 242-5324 to request such certificate as evidence. Once the certificate is received, this office will immediately issue Media One Communications, Inc. a certificate of authority.

If you have any questions concerning the filing of your document, please call (904) 487-6092.

Hart Collins
Senior Corporate Section Administrator

Letter Number: 796A00038918



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 6, 1996

KARL W. BOYLES, JR., ESQ.
PO BOX 13464
PENSACOLA, FL 32591-3464

SUBJECT: MEDIA ONE COMMUNICATIONS, INC.
Ref. Number: W94000017461

We have received your document for **MEDIA ONE COMMUNICATIONS, INC.** and your check(s) totaling \$4236.00. However, the document has not been filed and is being retained in this office for the following:

As we discussed, this office was not able to "reserve" Media One Communications, Inc.'s corporate name while certain deficiencies were being corrected and addressed since August of 1994 when its qualification documents were originally received by this office. A corporate name may only be reserved by this office for 120 days with the filing of an appropriate name reservation application as set forth in s. 607.0402(1), F.S.. As the corporate name is no longer available for use in Florida (see attached), it must adopt another corporate name for use in Florida. Please accept my sincere apology for any inconvenience this situation may cause.

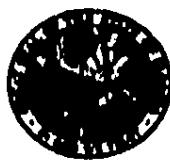
To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please **RETURN ALL DOCUMENTATION** to the **ATTENTION** of the **CORPORATE SPECIALIST** indicated.

If you have any questions concerning the filing of your document, please call (904) 487-6092.

Hart Collins
Senior Corporate Section Administrator

Letter Number: 796A00041724



Department of State
Memorandum *Office of the General Counsel*

TO: File
FROM: Gerard T. York, Associate General Counsel
DATE: August 9, 1996
RE: Media One Communications, Inc.,

Based on a review of the file and the payment provided by counsel pursuant to a settlement agreement, it is my recommendation that this file be closed, Media One be issued a Certificate of Authority and the above case be dismissed with prejudice. Counsel for each side has agreed to bear its own costs and attorney's fees.

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. Media One 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. Alabama - MONTgomery 3. 63-1030376
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. May 1981 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Dec 90
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 312 E. Nine Mile Rd.
Pensacola, FL 32514
(Current mailing address)
8. Communications Advertising
(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: Robert Hill
Office Address: 312 E Nine Mile Rd
Pensacola, Florida, 32514
(Zip Code)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC 12 AM: 44

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)

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: Robert Hill

Address: 312 E Nine Mile Rd
Parasol, FL 32514

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: Linda T Hill

Address: 5439 Cutby Dr
Montgomery, AL 36108

Treasurer: Same

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.

Robert Hill - Chairman

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

STATE OF ALABAMA

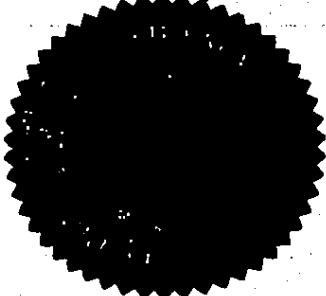
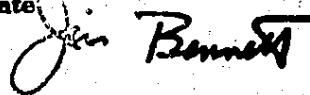
I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that the domestic corporation records on file in this office disclose that Media One Communications, Inc. incorporated in Montgomery County, Montgomery, Alabama on May 11, 1981. I further certify that the records do not disclose that said Media One Communications, Inc. has been dissolved.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC 12 AM 9:44

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

August 28, 1996

Date:

Jim Bennett

Secretary of State