

F98000002542

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: FirstWorld Communications, 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: 900002510209--7

-05/04/98 --01121 --003
****122.50 ****122.50

Tina Leland
(Name of Person)

Unisearch, Inc.
(Firm/Company)

101 Capitol Way North, Suite 202
(Address)

Olympia, WA 98501-1077
(City/State/Zip)

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

Tina Leland at (360) 956-9500
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section
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

SECRETARY OF STATE
TALLAHASSEE FLORIDA

98 MAY -4 AM 9:26

FILED

125/5

FILE REQUEST

May 1
April 30, 1998



Secretary of State
Qualification/Tax Lien Section
Division of Corporations
409 E Gaines Street
Tallahassee, FL 32301

Type of Filing:	Foreign Qualification
Subject:	FirstWorld Communications, Inc.
Form(s) Enclosed:	Transmittal Letter
	Application by Foreign Corporation for Authorization to Transact Business in Florida
Supporting Document(s):	Certificate of Existence/Good Standing from California
Check(s) Enclosed:	Check No. 7175 - \$122.50
Return Via:	Federal Express - Envelope and Airbill enclosed herewith
Filing Method:	Expedited if possible

Please return to:

**Tina Leland
Unisearch, Inc.
101 Capitol Way N., Suite 202
Olympia, WA 98501-1077
800-722-0708
Fax: 800-531-1717**

Thank you!

**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. FirstWorld 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. California
(State or country under the law of which it is incorporated)
3. 33-0521976
(FEI number, if applicable)
4. July 16, 1992
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 9333 Genesee Avenue, Suite 200
San Diego, CA 92121
(Current mailing address)
8. Long distance telecommunications services / Fiber optic network design & services provider
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
- Name: NRAI Services, Inc.
- Office Address: 526 E. Park Avenue
Tallahassee, Florida, 32301
(Zip code)
- FILE
98 MAY -4 AM
SECRETARY OF
TALLAHASSEE

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.

Tina Ieland
Tina Ieland (Registered agent's signature) Assistant Secretary for
NRAT Services, Inc.

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)

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TALLAHASSEE FLORIDA

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

Chairman: Donald L. Sturm

Address: 3033 E. First Avenue, #200
Denver, CO 80206-5698

Vice Chairman: _____

Address: _____

Director: Melanie Sturm

Address: 5430 Chevy Chase Parkway, NW
Washington, DC 20015

Director: Jim Spitzenberger

Address: 16108 Burt Street
Omaha, NE 68118

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

President: Donald L. Sturm

Address: 3033 E. First Avenue, #200
Denver, CO 80206-5698

Vice President: Robert E. Randall

Address: 4472 Heritage Glen Lane
San Diego, CA 92130

Secretary: Dennis Mulroy

Address: 4370 Mensha Place
San Diego, CA 92130

Treasurer: Dennis Mulroy

Address: 4370 Mensha Place
San Diego, CA 92130

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 E. Randall, Vice President

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

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

State of California

SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That on the 16th day of July, 19 92,

FIRSTWORLD COMMUNICATIONS, INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

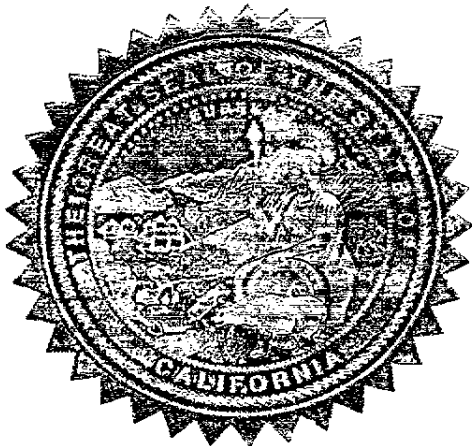
That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal of
the State of California this day of

April 30, 1998



Bill Jones

Secretary of State