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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

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Onepoint Communications Corp.

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	Amendment
	Resignation of R.A. Officer/Director
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Date: ______

Same as M97-230

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. OnePoint Communications Corp.
(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
(State or country under the law of which it is incorporated)

3. 36-4225811
(FEI number, if applicable)

4. 3/26/98
(Date of Incorporation)

5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")

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6. 5/8/98
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)

7. 2201 Waukegan Road, Suite W-100, Bannockburn, IL 60015
(Current mailing address)

8. To provide services to companies that operate businesses in the field of telecommunications reselling and bundling.
(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: NRAI Services, Inc.

Office Address: 526 E. Park Ave.

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.

Michael Brown Asst. Secretary
(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) See Exhibit A attached hereto

Chairman: ______________________

Address: ______________________

____

Vice Chairman: ______________________

Address: ______________________

____

Director: ______________________

Address: ______________________

____

Director: ______________________

Address: ______________________

____

B. OFFICERS (Street address only- P. O. Box NOT acceptable) See Exhibit A attached hereto

President: ______________________

Address: ______________________

____

Vice President: ______________________

Address: ______________________

____

Secretary: ______________________

Address: ______________________

____

Treasurer: ______________________

Address: ______________________

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

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

14. Mary M. Rodino, Vice President
(Typed or printed name and capacity of person signing application)

EXHIBIT A
FOR
ONEPOINT COMMUNICATIONS CORP.

Name	Title	Address
James A. Otterbeck	Chairman and Chief Executive Officer/Director	2201 Waukegan Road Suite E-200 Bannockburn, IL 60015
William F. Wallace	President and Chief Operating Officer/Director	5335 Wisconsin Ave., N.W. Suite 750 Washington, DC 20015
Thomas W. DeCrosta	Executive Vice President of Operations	5335 Wisconsin Ave., N.W. Suite 750 Washington, DC 20015
John D. Stavig	Chief Financial Officer/Director	2201 Waukegan Road Suite E-200 Bannockburn, IL 60015
Paul Dahlquist	Vice President, General Manager - Mid Atlantic Region	2201 Waukegan Road Suite W-100 Bannockburn, IL 60015
Laurel A. Dent	Vice President, General Manager - South East Region	2201 Waukegan Road Suite W-100 Bannockburn, IL 60015
Stephen L. Renne	Vice President, General Manager - Western Region	2201 Waukegan Road Suite W-100 Bannockburn, IL 60015
Mary M. Rodino	Vice President, General Manager - Central Region/NationalAccounts/ Assistant Secretary	2201 Waukegan Road Suite W-100 Bannockburn, IL 60015
Stephen V. Minshew	Vice President, Information Systems	2201 Waukegan Road Suite W-100 Bannockburn, IL 60015
Chantal L. Moore	Vice President, Network Planning/Assistant Secretary	2201 Waukegan Road Suite W-100 Bannockburn, IL 60015

Marge Rodino	Vice President, Human Resources/Assistant Secretary	2201 Waukegan Road Suite W-100 Bannockburn, IL 60015
William J. McMoil	Controller	5335 Wisconsin Ave., N.W. Suite 750 Washington, DC 20015

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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 "ONEPOINT COMMUNICATIONS CORP." 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 SEVENTH DAY OF MAY, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ONEPOINT COMMUNICATIONS CORP." WAS INCORPORATED ON THE TWENTY-SIXTH DAY OF MARCH, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9068210

DATE: 05-07-98