

F98000005040

Document Number Only

CT CORPORATION SYSTEM

Requestor's Name

660 E. JEFFERSON

Address

TALLAHASSEE, FL 32301 (850) 222-1092

City

State

Zip

Phone

200002633692--3
-09/08/98--01058--012
*****70.00 *****70.00

CORPORATION(S) NAME

PANORAMA Fiber Development INC.

☒ Profit
☐ NonProfit

☐ Amendment

☐ Merge

☒ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ FICT. NAME

☐ Reinstatement

☐ Reservation

☐ Other

☐ Certified Copy

☐ Photo Copies

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9/8

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
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. FONOROLA FIBER DEVELOPMENT 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
(State or country under the law of which it is incorporated)

3. 13 - 3977897
(FEI number, if applicable)

4. May 29, 1996
(Date of incorporation)

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

6. Upon certification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 303 South Broadway, #440
Tarrytown, NY 10591
(Current mailing address)

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8. Provision of telecommunications 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: C T CORPORATION SYSTEM

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T CORPORATION SYSTEM

Connie Bryan
(Registered agent's signature) (Officer)

CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY
(Type Name and Title of Officer)

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

Chairman: see attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: see attached

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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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. _____

Brock Robertson - Vice President & Treasurer August 12, 98
(Typed or printed name and capacity of person signing application)

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**ATTACHMENT TO APPLICATION FOR AUTHORITY
TO TRANSACT BUSINESS
*f*ONOROLA FIBER DEVELOPMENT INC.**

Names and addresses of each of the current directors and officers:

DIRECTORS:

Juri Koor Chairman, President and Chief Executive Officer Call-Net Enterprises Inc. 2235 Sheppard Ave. E. Suite 1800 North York, Ontario M2J 5G1	Philip Bates 307 Reading Place Newmarket, Ontario L3Y 6H6
--	--

James R. Hardy
428 Briar Hill Avenue
Toronto, Ontario
M5N 1M7

OFFICERS:

Juri Koor
Chairman and Chief Executive Officer
27 Cluny Drive
Toronto, Ontario
M4W 2P9

James R. Hardy
Vice President and Chief Financial Officer
428 Briar Hill Avenue
Toronto, Ontario
M5N 1M7

Philip Bates
President
307 Reading Place
Newmarket, Ontario
L3Y 6H6

David Hagan
Executive Vice President, Marketing, Sales
and Service
196 Cottingham Street
Toronto, Ontario
M5N 1M7

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Mark Hemingway
Vice President, Law and Secretary
23 Tyrrel Avenue
Toronto, Ontario
M6G 2G1

Douglas Beatty
Vice President, Finance
250 St. Germain Avenue
Toronto, Ontario
M5M 1W3

Brock Robertson
Vice President and Treasurer
29 Bearwood Drive
Etobicoke, Ontario
M9A 4G5

Claude Morin
Chief Operating Officer
249 Stanstead Ave.
Mont-Royal, Québec
H3R 1X4

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State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FONOROLA FIBER DEVELOPMENT 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 TWENTIETH DAY OF AUGUST, A.D. 1998.

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

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A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

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08-20-98