

F98000005795

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: BEST INTERNET COMMUNICATIONS, INC. d/b/a HIWAY TECHNOLOGIES
(Name of corporation - must include suffix) INC.

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:

4000002643144--1

-09/18/98--01048--003
*****78.75 *****78.75

JOEL RICHARDSON

(Name of Person)

HIWAY TECHNOLOGIES, INC.

(Firm/Company)

5050 BLUE LAKE DRIVE, SUITE 100

(Address)

BOCA RATON, FL 33431

(City/State/Zip)

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

JOEL RICHARDSON

(Name of Person)

at (561) 912-2406

(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

98 OCT 16 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 18, 1998

JOEL RICHARDSON
HIWAY TECHNOLOGIES INC.
5050 BLUE LAKE DRIVE, SUITE 100
BOCA RATON, FL 33431

SUBJECT: BEST INTERNET COMMUNICATIONS, INC.
Ref. Number: W98000021441

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for BEST INTERNET COMMUNICATIONS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Corporations may file using only the corporate name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

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.

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 (850) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 898A00047380



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 2, 1998

JOEL RICHARDSON
HIWAY TECHNOLOGIES INC.
5050 BLUE LAKE DRIVE, SUITE 100
BOCA RATON, FL 33431

SUBJECT: BEST INTERNET COMMUNICATIONS, INC.
Ref. Number: W98000021441

FILED
98 OCT 16 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for BEST INTERNET COMMUNICATIONS, INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

You failed to make the correction(s) requested in our previous letter.

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.

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 (850) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 898A00049277

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. BEST INTERNET 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. 94-3211977
(FEI number, if applicable)
4. NOVEMBER 1, 1994
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. 5-27-98
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 345 MIDDLEFIELD ROAD, MOUNTAIN VIEW, CA 94043
FLORIDA LOCATION: 5050 BLUE LAKE DRIVE STE 100, BOCA RATON, FL 33431
(Current mailing address)
8. TO ENGAGE IN ANY LAWFUL ACT OR ACTIVITY FOR WHICH A CORPORATION MAY BE ORGANIZED
(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: SCOTT H. ADAMS
Office Address: 5050 BLUE LAKE DR. STE. 100
BOCA RATON, Florida, 33431
(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.

Scott H. Adams
(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.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: ARTHUR L. CAHOON

Address: 2235 LAUREL ROAD
JACKSONVILLE, FL 32207

Vice Chairman: DAVID S. BUZBY

Address: 1373 3rd AVENUE
SAN FRANCISCO, CA 94122

Director: SCOTT H. ADAMS

Address: 4600 26th WAY
BOCA RATON, FL 33434

Director: WILLIAM G. NESBITT

Address: 10268 AVENIDA DEL RIO
DELRAY BEACH, FL 33446

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

President: SCOTT H. ADAMS

Address: 4600 26th WAY
BOCA RATON, FL 33434

Vice President: DAVID S. BUZBY

Address: 1373 3rd AVENUE
SAN FRANCISCO, CA 94122

Secretary: TOM SKORNIA

Address: 700 S. SARATOGA AVENUE #P303
SAN JOSE, CA 95129

CEO
Treasurer: ARTHUR L. CAHOON

Address: 2235 LAUREL ROAD
JACKSONVILLE, FL 32207

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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)

Additional

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)

Director

Chairman: STEVEN J. UMBERGER

Address: 2727 S. OCEAN BLVD #704

HIGHLANDS BEACH, FL 33487

Director

Vice Chairman: JAMES R. ZARLEY

Address: 201 JASON WAY

MOUNTAIN VIEW, CA 94043

Director: THOMAS C. BARRY

Address: BI PARTNERS, LLC 320 PARK AVENUE 11TH FLOOR

NY, NY 10022

Director:

Address:

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

CFO:

President: DAVID S. BUZBY

Address: 1373 3RD AVE.

SAN FRANCISCO, CA 94122

Vice President:

Address:

Secretary:

Address:

Treasurer:

Address:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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

14. SCOTT H. ADAMS

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

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 21st day of September, 19 94,

BEST INTERNET COMMUNICATIONS, INC. (#1913238)

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

October 8, 1998



Bill Jones

Secretary of State