TRANSMITTAL LETTER

Qualification/Tax Lien Section To:

Division of Corporations

BEST INTERNET COMMUNICATIONS, INC. d/b/a HIWAY TECHNOLOGIES (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:

JOEL RICHARDSON

HIWAY TECHNOLOGIES INC.

(Firm/Company)

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

(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

W98-21441



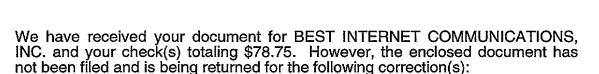
FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

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



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



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.

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. 94-32/1977 (FEI number, if applicable)
4. November 1 1994 (Date of incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")
6. 5-27-18 (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 FLARIDA LOCATION: 5050 BLUE LAKE DRIVE STE 100 BOCA RATON FL 33431
FLORIDA LOCATION: 5050 BLUE LAKE DRIVE STE 100 BOCA RATON FL 33431 (Current mailing address) TO ENGAGE IN ANY LAWFUL ACT OR ACTIVITY FOR WHICH A CORPORATION 8. 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 ZATON ,Florida, 3343/ (Zip code) Control of the control of t
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.

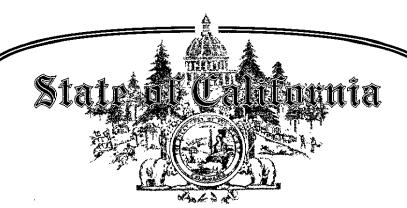
11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. E	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 3"d AVENUE	· · · · · · · · · · · · · · · · · · ·
SAN FRANCISCO CA 94122	
Director: SCOTT H. ADAMS	
Address: 4600 26th WAY	
BOCA RATON, FL 33434	
Director: WILLIAM G. NESBITT	4
Address: 10268 AVENIDA DEL RIO	··········
DELRAY BEACH, FL 33446	
B. OFFICERS (Street address only - P.O. Box NOT acceptable)	SE SE
President: SCOTT H. ADAMS	ARE T
Address: 4600 26 WAY	
BOCA RATON, FL 33434	MG P
Vice President: DAVID S. BUZBY	
Address: 1373 3rd AVENUE	Dm 9
SAN FRANCISCO CA 94122	
Address: 700 S. SARATOGA AVENUE #P303	
SAN JOSE CA 95129	
SAN JOSE, CA 95129 CEO Freesurer ARTHUR L. CANGON	
Address: 2235 LAUREL ZOAD	
NOTE: If necessary, you may attach an addendum to the application listing addition	
13	
(Signature of Chairman, Vice Chairman, or any officer listed in num	ber 12 of the application)
14.	

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

Additional Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptate	ble)* 🕠 . • •	
A. DIRECTORS (Street address only - P.O. Box NOT acceptable)	. 7	
Director STEVEN J. UMBERGER		
Address: 2727 5. 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	02	
NY NY 10022		
Director:		
Address:		
B. OFFICERS (Street address only - P.O. Box NOT acceptable)		
President: DAYID S. BUZBY		
Address: 1373 3" AVE.	98 C	
SAN FRANCISCO CA 94122		
Vice President:	S O	
Address:		
) 2: 0 2: 0	
	D 9	
Secretary:	· · · · · · · · · · · · · · · · · · ·	
Address:		
Treasurer:		
Address:		
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or	directors.	
13. Mod H addung		
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the appl	ucation)	

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



SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

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 mes

Secretary of State