

F980000006310

TRANSMITTAL LETTER

TO: Qualification/Registration Section
Division of Corporations

SUBJECT: City-Link Telecommunications, Inc.
(Name of Corporation)

100002688601--9
-11/16/98--01122--009
*****78.75 *****78.75

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conducts its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Keith Maynes

(Name of Person)

City-Link Telecommunications, Inc.

(Firm/Company)

PO Box 138

(Address)

Kaysville, UT 84037

(City, State and Zip Code)

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98 NOV 16 PM 8:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

E. Nordell Weeks

(Name of Person)

at (

801

322

2800

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

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**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:**

1. City-Link Telecommunications, Inc.
(Name of corporation: must include the word "INCORPORATED" or "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. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)
2. Utah 3. 84-1430442
(State or country under the law of which it is incorporated) (FBI number, if applicable)
4. September 2, 1997 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. November 1, 1998
(Date corporation first conducted Affairs in Florida - See sections 617.1501, 617.1502, and 817.155, F.S.)
7. 723 Eagle Way
Fruit Heights, UT 84014
(Current mailing address)
8. State and Local Telecommunications
(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:

Richard D. Connor, Jr., attorney
(Name)

955 South Orlando Avenue
(Office address)

Winter Park, Florida 32789
(City) (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.


(Registered agent's signature)

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TALLAHASSEE, FLORIDA

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)

Chairman: Keith Maynes

Address: PO Box 138

Kaysville, UT 84037

Vice Chairman: _____

Address: _____

Director: D. Brent Robinson

Address: PO Box 138

Kaysville, UT 84037

Director: Todd Marriott

Address: PO Box 138

Kaysville, UT 84037

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

President: Keith Maynes

Address: PO Box 138

Kaysville, UT 84037

Vice President: Todd Marriott

Address: PO Box 138

Kaysville, UT 84037

Secretary: E. Nordell Weeks

Address: 136 South Main, Suite 320, Salt Lake City, UT 84101

Treasurer: D. Brent Robinson

Address: PO Box 138, Kaysville, UT 84037

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

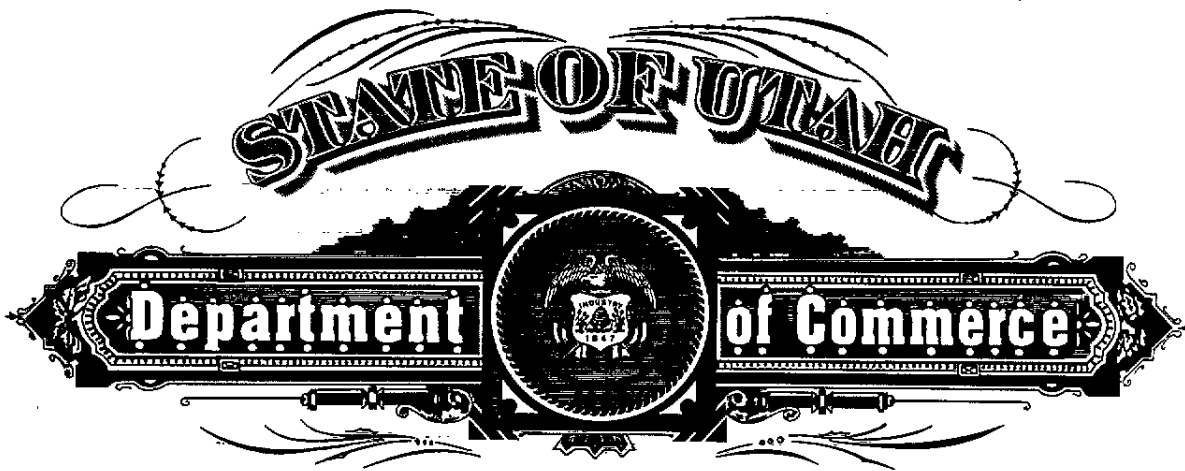
13. 

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

E. Nordell Weeks, Secretary

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

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TALLAHASSEE, FLORIDA



CERTIFICATION OF GOOD STANDING

THE UTAH DIVISION OF CORPORATIONS AND COMMERCIAL
CODE HEREBY CERTIFIES THAT

CITY-LINK TELECOMMUNICATIONS, INC.

is a Utah corporation and is qualified to transact business in the State of Utah, and that its most recent annual report required by Utah law has been filed, and that Articles of Dissolution have not been filed. The Corporation was properly organized in Utah pursuant to Utah Code Annotated Section 48-2b-117 on *SEPTEMBER 2, 1997* and is currently in good standing, as appears in the records of the Division.

This certification is not intended to reflect the financial condition, business activity or practices of this corporation.

File Number: *CO 203388*



Dated this 8th day
of October, 19 98.


Lorena P. Rizzo
Division Director of
Corporations and Commercial Code

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA