



THE UNITED STATES  
CORPORATION  
COMPANY

F98000006734

ACCOUNT NO. : 072100000032

REFERENCE : 052434 5043860

AUTHORIZATION :

*Patricia Pizant*

COST LIMIT : \$ 70.00

ORDER DATE : December 4, 1998

ORDER TIME : 10:21 AM

ORDER NO. : 052434-020

CUSTOMER NO: 5043860

600002710066--2

CUSTOMER: Steven W. Sackman, Esq  
Verio, Inc.  
Suite 200  
8005 S. Chester Street  
Englewood, CO 80112

FOREIGN FILINGS

NAME: VERIO OPERATING, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Lamm

RECEIVED  
98 DEC 11 AM 11:24  
DIVISION OF CORPORATION

FILED  
98 DEC 11 PM 12:10  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*W 12/11*

**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. Verio Operating, 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 84-1478516  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. October 16, 1998 Perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. c/o Steven W. Sackman, Suite 200, 8005 South Chester Street  
Englewood, CO 80112  
(Current mailing address)
- Internet access and related services. To engage in any act or activity for which corporations may be organized.
8. \_\_\_\_\_  
(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: Corporation Service Company  
  
Office Address: 1201 Hays Street  
  
Tallahassee 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.*

Corporation Service Company

By: \_\_\_\_\_

(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)**

Chairman: See attached officers/directors rider

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

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

President: See attached officers/directors rider

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

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

13. *Steven W. Sackman*  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Steven W. Sackman, Assistant Secretary  
(Typed or printed name and capacity of person signing application)

**FILED**  
98 DEC 11 PM 12:10  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**Officers and Sole Director of Verio Operating, Inc.:**

**The names and respective addresses of the officers of Verio Operating, Inc. are as follows:**

<b>Chief Executive Officer:</b>	Justin L. Jaschke 8005 South Chester Street, Suite 200 Englewood, Colorado 80112
<b>President and Chief Operating Officer:</b>	Herbert R. Hribar 8005 South Chester Street, Suite 200 Englewood, Colorado 80112
<b>Vice President of Corporate Development:</b>	Sean G. Brophy 8005 South Chester Street, Suite 200 Englewood, Colorado 80112
<b>Vice President of Sales and Marketing:</b>	James E. Cunningham 8005 South Chester Street, Suite 200 Englewood, Colorado 80112
<b>Chief Technical Officer:</b>	Chris J. DeMarche 8005 South Chester Street, Suite 200 Englewood, Colorado 80112
<b>Vice President, General Counsel and Secretary:</b>	Carla Hamre Donelson 8005 South Chester Street, Suite 200 Englewood, Colorado 80112
<b>Chief Financial Officer:</b>	Peter B. Fritzinger 8005 South Chester Street, Suite 200 Englewood, Colorado 80112
<b>Vice President of Human Resources and Organizational Development:</b>	Deb Mayfield Gahan 8005 South Chester Street, Suite 200 Englewood, Colorado 80112
<b>Vice President of Customer Operations:</b>	James M. Kieffer 8005 South Chester Street, Suite 200 Englewood, Colorado 80112
<b>Vice President of Engineering and Operations:</b>	Eric S. Hood 8005 South Chester Street, Suite 200 Englewood, Colorado 80112

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**Officers and Sole Director of Verio Operating, Inc. (continued):**

**Vice President and Chief  
Information Officer:**

Edward R. Milstein  
8005 South Chester Street, Suite 200  
Englewood, Colorado 80112

**Treasurer:**

Andrea D. Tarr  
8005 South Chester Street, Suite 200  
Englewood, Colorado 80112

**Assistant Secretary:**

Steven W. Sackman  
8005 South Chester Street, Suite 200  
Englewood, Colorado 80112

**The name and address of the Sole Director of Verio Operating, Inc. is as follows:**

Herbert R. Hribar  
8005 South Chester Street, Suite 200  
Englewood, Colorado 80112

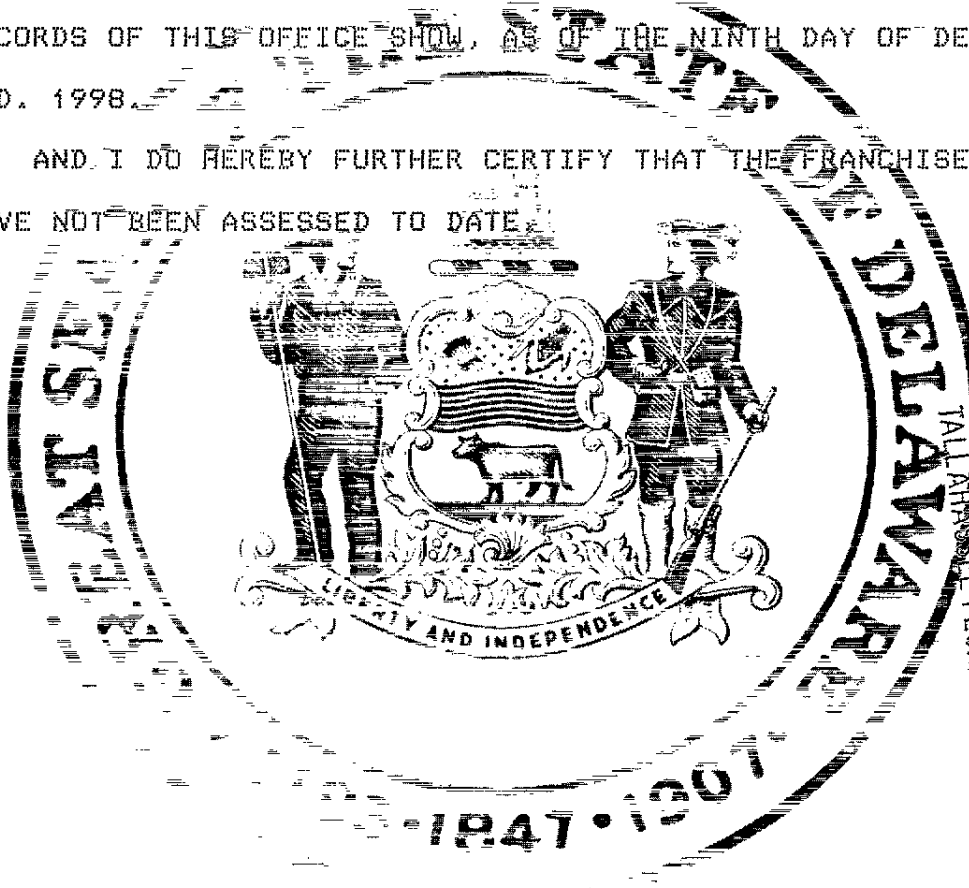
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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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 "VERIO OPERATING, 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 NINTH DAY OF DECEMBER, A.D. 1998.

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



FILED  
98 DEC 11 PM 12:10  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA



*Edward J. Freel*

Edward J. Freel, Secretary of State

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981471470

AUTHENTICATION:

9448502

DATE:

12-09-98