F. A.	<u> </u>
COIDORACE ACCUSS, 116-D Thomasville INC. PD. BA 37060 (32318-706	e Road . Meunt Vernon Schare . Tallahasset, Florida 32306
CERTIFIED COPY CERTIFIED COPY	ALK IN 2/25/00
1.) CORPORATE NAME & DOCUMENT #)	in cations Orpandian
2.)(CORPORATE NAME & DOCUMENT #) 3.)(CORPORATE NAME & DOCUMENT #)	
4.)(CORPORATE NAME & DOCUMENT #)	5000027217169 -12/24/9801020015 *****95.25 ******96.25
(CORPORATE NAME & DOCUMENT #) 6.)	
(CORPORATE NAME & DOCUMENT #)	
(CORPORATE NAME & DOCUMENT #)	
(CORPORATE NAME & DOCUMENT #)	The state of the s
(CORPORATE NAME & DOCUMENT #)	
(CORPORATE NAME & DOCUMENT #) SPECIAL INSTRUCTIONS	ACINULA BESANALIAT ACINULA BESANALIAT ACINULA BESANALIAT
	57 :11 UV 62 330 86

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:

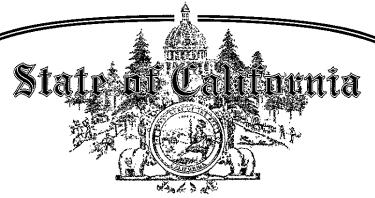
1. Basis Communications Corporation (Name of corporation: must include the word "INCORPORA abbreviations of like import in language as will clearly indica person or partnership if not so contained in the name at pres	ATED", "COMPANY", "CORPORATION" or words or ate that it is a corporation instead of a natural ent.)		
2. California	394-3315610		
(State or country under the law of which it is incorporated)	(FEI number, if applicable)		
4. December 1, 1998	Perpetual 5.		
(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. 3100 West Warren Avenue, Suite A			
Fremont, CA 94538			
(Current mailing address)			
8. Development, manufacture and marketing of Wide Area Network communications integrated			
(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: Corporate Access Inc.			
Office Address: 236 EAST 6TH AVE.	<u> </u>		
Tallahassee	, Florida , 32303 (Zip Code)		
10. Registered agent's acceptance:	(Zip Code)		
Having been named as registered agent and to accept corporation at the place designated in this application registered agent and agree to act in this capacity. If all statutes relative to the proper and complete perform and accept the obligations of my position as registered.	n, I nereby accept the appointment as further agree to comply with the provisions of transce of my duties, and I am familiar with		

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.

(Registered agent's signature)

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIREC	TORS (Street address only- P. O . Box NOT accep	table)
Chairman:	Michael D. Shealy	M-11.1.1
Address:	3100 West Warren Avenue, Suite A	
Vice Chrima	m: Fremont, CA 94538	
Address:		
Director:	Lloyd Atkinson	
Address:	3100 West Warren Avenue, Suite A	
	Fremont, CA 94538	
Director:	Patrick J. Morrin	
Address:	3100 West Warren Avenue, Suite A	
	Fremont, CA 94538	
B. OFFICE	RS (Street address only- P. O. Box NOT acceptable	e)
President:	Michael D. Shealy	,
Address:	3100 West Warren Avenue, Suite A	
	Fremont, CA 94538	
Vice Presiden	t;	
		SE SE
		2点 日 1
Secretary:	Kevin S. Chou, Esq.	(/ Y · · · · · · · · · · · · · · · · · ·
Address:	c/o Fenwick & West LLF Two Palo Alto Square	mc 3
	Palo Alto, CA 94306	E PLOS TA
Treasurer:	Patrick J. Morrin	
Address:	3100 West Warren Avenue, Suite A	
NOTE: If ne	Fremont, GA 94538 cessary, you may attach an addendum to the application directors.	n listing additional
13	Petrot / Morren	
	ature of Chairman, Vice Chairman, or any officer listed in number	12 of the application)
14	Patrick J. Morrin, Chief Financ	ial Officer
(Typed or printed name and capacity of person signing application)		



SECRETARY OF STATE

PILED 98 DEC 23 AM II: 14 SECRETARISE FLORIDA

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, BILL JONES, Secretary of State of the State of California, hereby certify:

BASIS COMMUNICATIONS CORPORATION (#2126952)

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

December 21, 1998

Billyones

Secretary of State