



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 096036 7166019

AUTHORIZATION :

*Patricia Pizzuto*

COST LIMIT : \$ 70.00

ORDER DATE : January 12, 1999

ORDER TIME : 9:58 AM

ORDER NO. : 096036-005

CUSTOMER NO: 7166019

CUSTOMER: Mr. Philip Macres  
Mr. Philip Macres  
Suite 520  
2120 L Street, Nw  
Washington, DC 20037

200002767422--3

W99-3115

FOREIGN FILINGS

NAME: OPTILINK COMMUNICATIONS, 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: Deborah Schroder

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 FEB -8 PM 3:19  
99 FEB -8 AM 10:44  
DIVISION OF CORPORATION

*mtu*  
*2/19*



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

February 8, 1999

CSC

SUBJECT: OPTILINK COMMUNICATIONS, INC.  
Ref. Number: W99000003115

We have received your document(s) in this office, however, a copy of the document is being returned for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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) 487-6097.

Michael Mays  
Document Specialist

Letter Number: 699A00005449

**RESUBMIT**

Please give original  
submission date as file date.

NOTICE TO CORPORATION

99 FEB 19 PM 2:51

RECEIVED

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

## RESOLUTION OF BOARD OF DIRECTORS

(Please print as type)

I, the undersigned BETTY A. GLEATON do hereby certify  
(Name)

that this Resolution of the Board of Directors of \_\_\_\_\_

OptiLink Communications, Inc.  
(Corporate Name)

a corporation duly organized and existing under the laws of the State of Georgia

was duly adopted on February 18, 19 99

Be it resolved, that OptiLink Communications, Inc.  
(Corporate Name)

organized and existing in the State of Georgia hereby adopts the name

OptiLink Telecommunications, Inc. for use in Florida.

Dated: 2/18/99

Betty A. Gleaton

Signature of either Chairman, Vice Chairman or any officer

BETTY A. GLEATON, CHAIRMAN

Type or print name

WITNESSES:

Vernon Ingram, Director  
Kan Lee, Director

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DIVISION OF CORPORATIONS

19 FEB - 8 PM 19

**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. OPTILINK 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. GEORGIA  
(State or country under the law of which it is incorporated)
3. 58-2388100  
(FEI number, if applicable)
4. 4/22/98  
(Date of Incorporation)
5. Perpetual  
(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. 162 South Virginia Avenue  
Tifton, GA 31794  
(Current mailing address)
8. To provide local, interexchange, and long distance telecommunications services.  
(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, Florida, 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: [Signature]  
(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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DIVISION OF CORPORATIONS  
99 FEB - 8 PM 3

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: \_\_\_\_\_

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99 FEB - 8 PM 3:19

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

13. *Karen Goes* January 6, 1999  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Karen Goes, President  
(Typed or printed name and capacity of person signing application)

**OptiLink Communications, Inc.**

**Principal Corporate Officers**

Karen K. Goes  
President, & Assistant Secretary  
P.O. Box 7501  
Tifton, GA 31793-7501  
SS# 258-96-1685

Vernon Ingram, CPA  
Vice President, Secretary & Treasurer  
P.O. Box 7501  
Tifton, GA 31793-7501  
SS# 245-76-9098

Richard W. Gourley, PE  
Second Vice President  
P.O. Box 7501  
Tifton, GA 31793-7501  
SS# 440-58-7371

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**OptiLink Communications, Inc.**

**Board of Directors**

Betty A. Gleaton  
P.O. Box 7501  
Tifton, GA 31793-7501

Vernon Ingram  
2156 Chula Brookfield Road  
Tifton, GA 31794

Karen K. Goes  
P.O. Box 7501  
Tifton, GA 31793-7501

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# Secretary of State

Corporations Division

315 West Tower

2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

DOCKET NUMBER : K90330839  
CONTROL NUMBER : K815438  
DATE INC/AUTH/FILED: 04/22/1998  
JURISDICTION : GEORGIA  
PRINT DATE : 02/02/1999  
FORM NUMBER : 211

CSC-ATLANTA  
ATTN: LISA WILLIAMS  
100 PEACHTREE ST STE 660  
ATLANTA GA 30303

## CERTIFICATE OF EXISTENCE

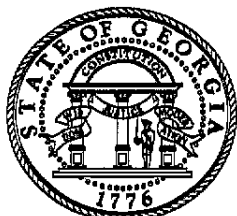
I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that


### OPTILINK COMMUNICATIONS, INC. A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation, or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up, or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



  
CATHY COX  
SECRETARY OF STATE