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ACCOUNT NO. : 072100000032

REFERENCE : 245987 4304756

AUTHORIZATION :

Patricia Knight

COST LIMIT : \$ 70.00

ORDER DATE : May 19, 1999

ORDER TIME : 9:40 AM

ORDER NO. : 245987-005

800002885558--5

CUSTOMER NO: 4304756

CUSTOMER: Robert Porcelli, Legal Asst
Bingham Dana LLP
150 Federal Street
Boston, MA 02110

RECEIVED

99 MAY 25 AM 10:48

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: ALDISCON, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

FILED
99 MAY 25 PM 12:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL APR 25 1999

AL APR 25 1999

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. Aldiscon, 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. Ohio 3. 31-1335534
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. October 22, 1991 5. perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon filing
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 32 Hartwell Avenue
Lexington, MA 02421
(Current mailing address)

8. The sale of products and services in the telecommunications industry
(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.

By: Corporation Service Company
[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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SECRETARY OF STATE

ALDISCON, INC.

List of Officers and Directors

Officers

Name	Office	Address
Andrew Given	President	Stephenson House 75 Hampstead Road London, NW1 2PL, UK
Paul Tierney	Treasurer Secretary	Custom House Plaza 5 Harbourmaster Place Dublin 1 Ireland
Augustine Collins	Vice President Ass't Secretary	32 Hartwell Avenue Lexington, MA 02421
Anthony Dias	Vice President	32 Hartwell Avenue Lexington, MA 02421

Directors

Name	Address
Andrew Given	Stephenson House 75 Hampstead Road London, NW1 2PL, UK
Royston Hoggarth	Stephenson House 75 Hampstead Road London, NW1 2PL, UK

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TALLAHASSEE, FLORIDA

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: _____

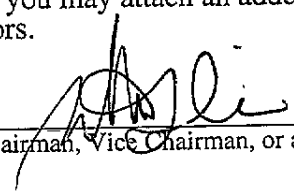
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

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

14. Anthony Dias, Vice President
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE.

}

I, J. Kenneth Blackwell, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show ALDISCON, INC., an Ohio corporation, Charter No. 805510, having its principal location in Powell, County of Delaware, was incorporated on October 22, 1991 and is currently in GOOD STANDING upon the records of this office.

WITNESS my hand and official
seal at Columbus, Ohio on
May 20, 1999

J. Kenneth Blackwell

J. Kenneth Blackwell
Secretary of State



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA