

**AMREG**<sup>TM</sup>  
American Regulatory Services Corp.

6635 West Commercial Boulevard • Suite 220  
Ft. Lauderdale, Florida 33319-2100

August 23, 1999

Qualification/Tax Lien Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

300002370533--9  
-08/26/99-01018-005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Formation of Foreign Corporation essential.com

Dear Sirs:

Enclosed please find an original Statement and Designation by Foreign Corporation which has been executed by the appropriate officer and an original Certificate of Good Standing for essential.com. I have also enclosed a check payable to the Secretary of State in the sum of \$78.75.00 which represents the fee necessary for the filing of the enclosed application.

Upon filing of the enclosed kindly forward the original certificate of same to the undersigned:

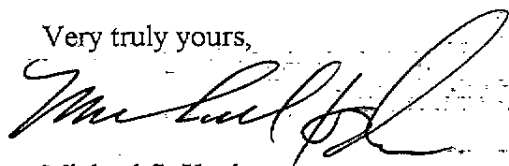
Michael Koslen  
AMREG  
6635 W. Commercial Boulevard, Suite 220  
Ft. Lauderdale, Florida 33319

Subsequent to the filing being sent to the above, please forward all mail, notices, requests for reports, etc. to:

Mary Seldin  
essential.com  
3 Burlington Woods Dr.  
Burlington, MA 01803

Thank you for your assistance in this matter. If you have any questions with regard to the enclosed please do not hesitate to contact me at the number below.

Very truly yours,



Michael S. Koslen  
President

MSK/mk  
Enclosures

**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. essential.com, 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 3. 04-3438666  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. October 30, 1998 5. perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Has not transacted business in Florida  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 3 Burlington Woods Drive  
Burlington, MA 01803  
(Current mailing address)
8. Resale of telecommunication services  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)  
Name: CT Corporation System  
Office Address: 1200 S. Pine Island Road  
Plantation, Florida, 33324  
(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.*

Barbara A. Burke  
(Registered agent's signature) **BARBARA A. BURKE**  
**SPECIAL ASSISTANT SECRETARY**

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: Akhil Garland

Address: 3 Burlington Woods Dr. , Burlington, MA 01803

Vice Chairman: Patrick Moran

Address: 3 Burlington Woods Dr., Burlington, MA 01803

Director: Scott Unger

Address: c/o EnerTech Capital

435 Devon Park Dr., 700 Building, Wayne, PA 19087

Director: Rob Soni

Address: c/o Bessemer Venture Partners

83 Walnut Street, Wellesley Hills, MA 02481

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

President: Akhil Garland

Address: 3 Burlington Woods Dr. , Burlington, MA 01803

Vice President: Patrick J. Moran

Address: 3 Burlington Woods Dr., Burlington, MA 01803

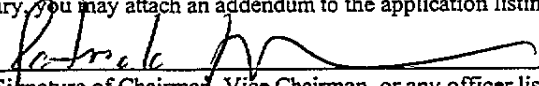
Secretary: Linda DeRenzo

Address: 125 High Street, Boston, MA 02110

Treasurer: Patrick Moran

Address: 3 Burlington Woods Dr., Burlington, MA 01803

**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. Patrick J. Moran, Vice President  
(Typed or printed name and capacity of person signing application)

FILED  
SECRET  
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COMM-FBI-WASH DC

*State of Delaware*  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ESSENTIAL.COM, 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 SECOND DAY OF AUGUST, A.D. 1999.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

99 AUG 26 PM 1:38



*Edward J. Freel*  
Edward J. Freel, Secretary of State

AUTHENTICATION: 9898863

DATE: 08-02-99

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