

Document Number Only

F99000004832

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
Fax 850 222 7615
Attn: Jeff Netherton

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*****70.00 *****70.00

CORPORATION(S) NAME

Wayport, Inc.

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | | |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| | <input type="checkbox"/> Reinstatement | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> Change of RA |
| | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photocopies | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
Acknowledgement _____
W.P. Verifier _____

09/21/99

BR

9/21/99

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 21 AM 11:19

RECEIVED
99 SEP 21 AM 9:56
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32301

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:

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99 SEP 23
AM 11:19

1. WAYPORT, 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

(State or country under the law of which it is incorporated)

3. 74-2886905

(FEI number, if applicable)

4. June 4, 1999

(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. 1609 Shoal Creek Blvd., Suite 301, Austin, Texas 78701

(Current mailing address)

8. Computer network 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:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

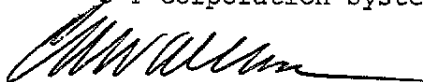
Plantation, Florida, 33324

(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System



(Registered agent's signature) (Officer)

E. A. Wallace, Asst Secretary

(Type Name and Title of Officer)

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:

A. DIRECTORS

Chairman: See attached list of directors

Address: _____

Vice Chairman: See attached list of directors

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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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.

~~Paul Koffend~~ Vice President

(Typed or printed name and capacity of person signing application)

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Wayport, Inc. Officer and Director Information

| Name | Title | Business Address | Residence Address | Social Sec. # |
|---------------------|--|---|---|---------------|
| Brett Stewart | Chief Executive Officer and Director | 1609 Shoal Creek Blvd., Suite 301 Austin, TX 78701 | 2105 Forest Trail Austin, TX 78703 | 438-90-2750 |
| Dirk Heinen | Vice President of Marketing | 1609 Shoal Creek Blvd., Suite 301 Austin, TX 78701 | 3010 Washington Square Austin, TX 78705 | 186-38-6245 |
| Kem McClelland | V.P. of Business Development and General Counsel | 1609 Shoal Creek Blvd., Suite 301 Austin, TX 78701 | 5803 Republic of Texas Blvd. Austin, TX 78735 | 419-84-9114 |
| Jim Thompson | Chief Technology Officer | 1609 Shoal Creek Blvd., Suite 301 Austin, TX 78701 | 4417 Ridge Oak Drive Austin, TX 78731 | 530-82-3880 |
| Marc Hughes | V.P. of Sales | 1609 Shoal Creek Blvd., Suite 301 Austin, TX 78701 | 2604 Lake Cove Highland Village, TX 75067 | 219-46-5346 |
| John McCool | V.P. of Operations | 1609 Shoal Creek Blvd., Suite 301 Austin, TX 78701 | 9012 Frostwood Trail Austin, TX 78729 | 031-30-5241 |
| Paul "Mick" Koffend | Chief Financial Officer | 1609 Shoal Creek Blvd., Suite 301 Austin, TX 78701 | 4307 Walhill Lane Austin, TX 78759 | 332-38-9632 |
| John Bayless | Director | Sevin Rosen Funds Two Galleria Tower 13455 Noel Road, Suite 1670 Dallas, TX 75240 | 941 Circle Inn of the World McKinney, TX 75205 | 434-62-8349 |
| John Long | Director | Trellis Partners 2600 Via Fortuna, Suite 150 Austin, TX 78746 | 115 Paseo Encinil San Antonio, TX 78212 | 457-31-7970 |
| Roy T. Grant | Director | 3100 N. Dinwiddle Street Arlington, VA 22207 | 3100 N. Dinwiddle Street Arlington, VA 22207 | 179-42-1959 |

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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 "WAYPORT, 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 THIRTEENTH DAY OF SEPTEMBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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Edward J. Freel, Secretary of State

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AUTHENTICATION: 9966577

DATE: 09-13-99