



THE UNITED STATES
CORPORATION
COMPANY

F99000004840

ACCOUNT NO. : 072100000032

REFERENCE : 376096 7182278

AUTHORIZATION : Patricia Pigato

COST LIMIT : \$ 70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 21 PM 1:41

ORDER DATE : September 15, 1999

ORDER TIME : 10:40 AM

ORDER NO. : 376096-040

300002992433--6

CUSTOMER NO: 7182278

CUSTOMER: Mr. Christopher Ashby
Asset Channels Inc.
244 Elm Street

New Canaan, CT 06840

FOREIGN FILINGS

NAME: ASSET CHANNELS-TELECOM, 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: Janine Lazzarini

RECEIVED
99 SEP 21 AM 11:21
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

BYL
9/21/99

TRANSMITTAL LETTER

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To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Asset Channels-Telecom, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Christofer Ashby
(Name of Person)

Asset Channels, Inc.
(Firm/Company)

244 Elm Street
(Address)

New Canaan, CT 06840
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Christofer Ashby at (203) 801-2573
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

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

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

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**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. Asset Channels-Telecom, 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. _____

(FEI number, if applicable)

4. August 11, 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. 244 Elm Street

New Canaan, CT 06840

(Current mailing address)

To manage the development, design and construction of telecom-related projects including development of submarine and terrestrial fiber optic cable networks.

8. cable networks.

(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: 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.

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

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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: _____

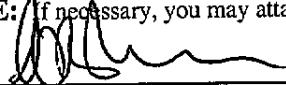
Secretary: _____

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. Woodson Byron Duncan, President
(Typed or printed name and capacity of person signing application)

Asset Channels-Telecom, Inc.
244 Elm Street
New Canaan, CT 06840
(203) 972-4040

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Directors:

Christofer C. Ashby	43 No. Salem Road Ridgefield, CT 06877
Barry J. Volante	4695 Madison Avenue Trumbull, CT 06611
Woodson Byron Duncan	194 Bald Hill Road New Canaan, CT 06840

President:

Woodson Byron Duncan	194 Bald Hill Road New Canaan, CT 06840
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Secretary/Chief Financial Officer:

Christofer C. Ashby	43 No. Salem Road Ridgefield, CT 06877
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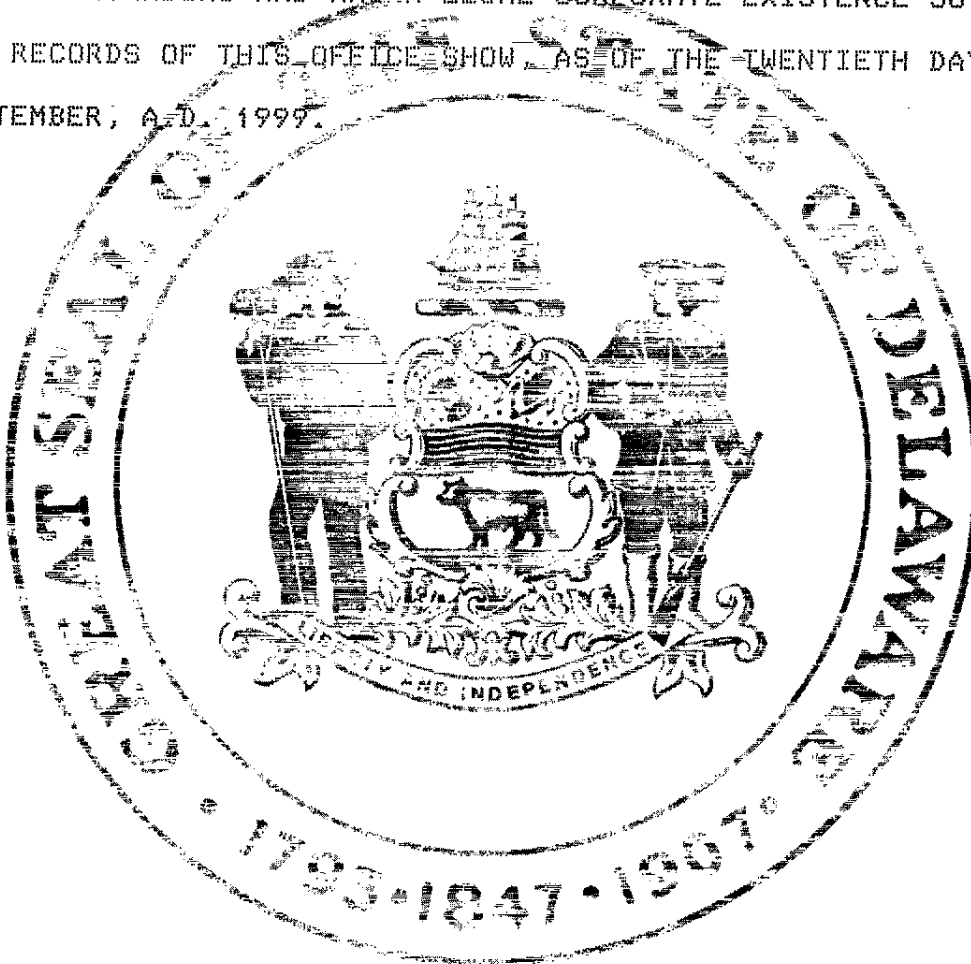
Treasurer/Chief Executive Officer:

Barry J. Volante	4695 Madison Avenue Trumbull, CT 06611
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State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ASSET CHANNELS-TELECOM, INC." 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 TWENTIETH DAY OF SEPTEMBER, A.D. 1999.

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Edward J. Freel

Edward J. Freel, Secretary of State

3081763 8300

991391506

AUTHENTICATION:

9977699

DATE:

09-20-99