



# F99000004850

ACCOUNT NO. : 072100000032

REFERENCE : 377482 3500376

AUTHORIZATION : *Patricia Pigeto*

COST LIMIT : \$ 70.00

ORDER DATE : September 16, 1999

ORDER TIME : 11:40 AM

ORDER NO. : 377482-005

4000002992984--7

CUSTOMER NO: 3500376

CUSTOMER: Barbara Lewis, Legal Asst  
Day, Berry & Howard  
City Place One  
185 Asylum Street  
Hartford, CT 06103-3499

FOREIGN FILINGS

NAME: DSL.NET, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP 21 PM 4:00

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

RECEIVED  
99 SEP 21 PM 3:20  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

*DKg/21/99*

**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. DSL.net, 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 natural person or partnership if not so contained in the name at present.)
2. Delaware 3. 06-1510312  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. March 3, 1998 5. Perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon the effective date of the acceptance of this filing.  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 545 Long Wharf Drive, New Haven, CT 06511

(Current mailing address)

8. To provide high speed internet services and to conduct such other business as may be legal for foreign corporations doing business in Florida.  
(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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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)**

SEE SCHEDULE A ATTACHED HERETO AND MADE A PART HEREOF.

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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

SEE SCHEDULE A ATTACHED HERETO AND MADE A PART HEREOF.

President: \_\_\_\_\_

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

14. Stephen Zamansky, Vice President and Secretary of DSL.net, Inc.  
(Typed or printed name and capacity of person signing application)

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89 SEP 21 PM 4:00

**SCHEDULE A**

**DSL, net, Inc.**

**DIRECTORS:**

Name: Paul Sun  
Business Address: DSL.net, Inc., 545 Long Wharf Drive, New Haven, CT 06511

Name: David Struwas  
Business Address: DSL.net, Inc., 545 Long Wharf Drive, New Haven, CT 06511

Name: Robert Gilbertson  
Business Address: Network Computing Devices, Inc., 350 North Bernardo Avenue,  
Mountain View, CA 94043-5207

Name: William J. Marshall  
Business Address: VantagePoint Venture Partners, 1 Stamford Landing, Suite 201,  
Stamford, CT 06902

Name: James Marver  
Business Address: VantagePoint Venture Partners 1996 L.P., 1001 Bayhill Drive, Suite 100,  
San Bruno, CA 94066

Name: William Seifert  
Business Address: Prism Venture Partners, 100 Lowder Brook Drive, Suite 2500, Westwood,  
MA 02090

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**OFFICERS:**

Name: David Struwas  
Office Held: President, Chief Executive Officer and Assistant Secretary  
Business Address: DSL.net, Inc., 545 Long Wharf Drive, New Haven, CT 06511

Name: Paul Sun  
Office Held: Chairman, Chief Technology Officer and Assistant Secretary

Business Address: DSL.net, Inc., 545 Long Wharf Drive, New Haven, CT 06511

Name: Robert Berlin  
Office Held: Chief Financial Officer and Vice President, Strategic Planning  
Business Address: DSL.net, Inc., 545 Long Wharf Drive, New Haven, CT 06511

Name: Stephen Zamansky  
Office Held: Vice President, General Counsel and Secretary  
Business Address: DSL.net, Inc., 545 Long Wharf Drive, New Haven, CT 06511

Name: James A. Bento  
Office Held: Vice President, Finance  
Business Address: DSL.net, Inc., 545 Long Wharf Drive, New Haven, CT 06511

Name: John Jaser  
Office Held: Vice President, Technology  
Business Address: DSL.net, Inc., 545 Long Wharf Drive, New Haven, CT 06511

Name: Alan Bolduc  
Office Held: Vice President, Operations  
Business Address: DSL.net, Inc., 545 Long Wharf Drive, New Haven, CT 06511

Name: Raymond Allieri  
Office Held: Senior Vice President, Sales and Marketing  
Business Address: DSL.net, Inc., 545 Long Wharf Drive, New Haven, CT 06511

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

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PAGE 1

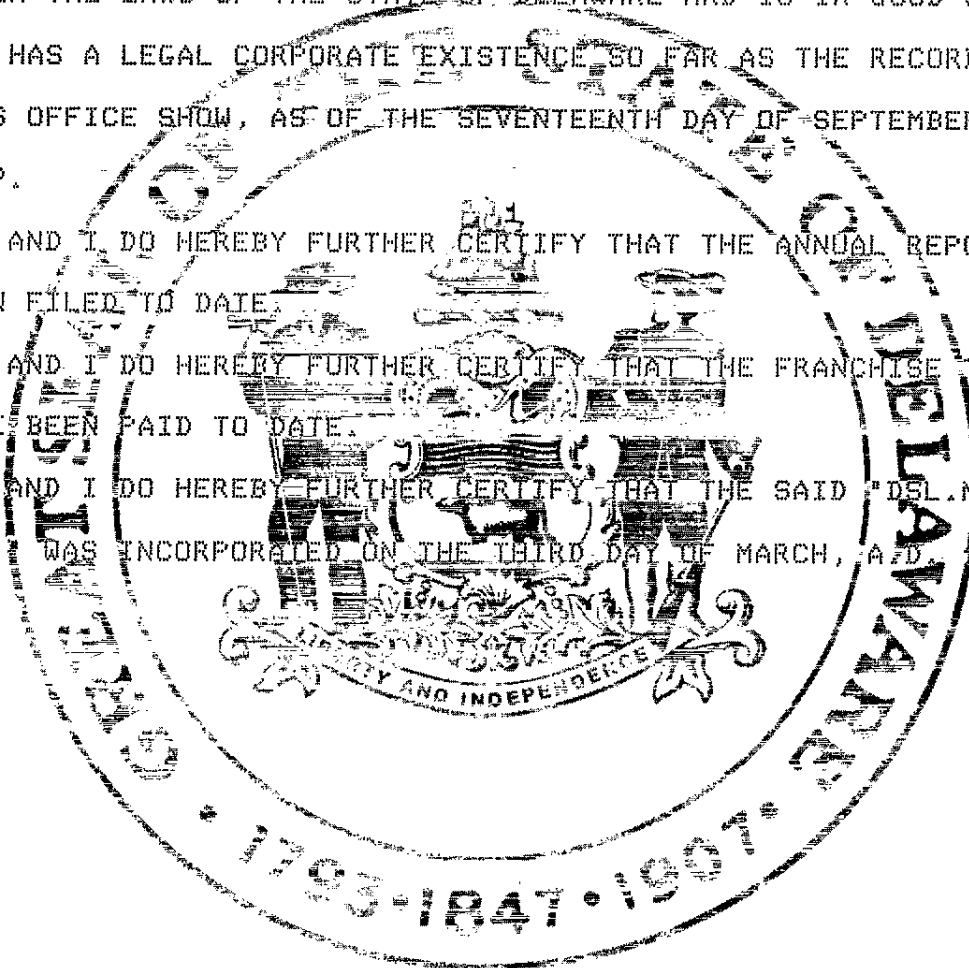
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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DSL.NET, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTEENTH 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.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "DSL.NET, INC." WAS INCORPORATED ON THE THIRD DAY OF MARCH, A.D. 1998.



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

9975564

09-17-99