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**F99000005322**

October 14, 1999

**VIA HAND DELIVERY**

Secretary of State, State of Florida  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32324

200003015932--9  
-10/15/99--01051--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: **NET CONNECTIONS, INC.**

To Whom It May Concern:

Enclosed is an original executed and copy of the Application by Foreign Corporation for Authorization to Transact Business in Florida for NET CONNECTIONS, INC., a Certificate of Status from the State of Delaware and a check for \$70.00 for payment of filing fees.

Please do not hesitate to call should you have any questions. Thank you.

Very truly yours,

BERGER DAVIS & SINGERMANN

*KN Bowman*

Nicci Bowman,  
Legal Assistant

*(4)*

KNB:  
Enclosure

99 OCT 15 PM 2:48  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

RECEIVED  
99 OCT 15 PM 12:45  
DEPARTMENT OF REVENUE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

*2/K*  
*10/15/99*

**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. Net Connections, 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. 650949841

(FEI number, if applicable)

4. September 3, 1999

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Subsequent to the filing of this application.

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 5764 St. Annes WayBoca Raton, FL 33496

(Current mailing address)

8. Promotion of internet web sites in retail shopping malls.

(Purposes) 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 SystemOffice Address: 1200 S. Pine Island RoadPlantationFlorida, 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.



(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: Andrew Bailen  
5764 St. Annes Way  
Address: Boca Raton, FL 33496

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

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

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

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

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

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

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

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. \_\_\_\_\_

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

14. Andrew Bailen, Chairman

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

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NET CONNECTIONS, 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 TWELFTH DAY OF OCTOBER, A.D. 1999.

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
690015 PM 2:48

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



*Edward J. Freel*

Edward J. Freel, Secretary of State

3093047 8300

AUTHENTICATION: 0021142

991430853

DATE: 10-12-99