



THE UNITED STATES
CORPORATION
COMPANY

F990000006219

ACCOUNT NO. : 072100000032

REFERENCE : 499484 4304045

AUTHORIZATION :

Patricia Pzyto

COST LIMIT : \$ 87.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 DEC -2 PM 2:00

ORDER DATE : December 1, 1999

ORDER TIME : 11:01 AM

ORDER NO. : 499484-005

CUSTOMER NO: 4304045

CUSTOMER: Ms. Gina L. Cunningham
Arnall Golden & Gregory
2800 One Atlantic Center
1201 West Peachtree St.
Atlanta, GA 30309-3450

200003058942--6

FOREIGN FILINGS

NAME: BROADSLATE NETWORKS OF
FLORIDA, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

RECEIVED
99 DEC -2 PM 12:14
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Nyl
12/2/99

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.

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1. Broadslate Networks of Florida, 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. N/A

(FEI number, if applicable)

4. November 12, 1999

(Date of incorporation)

5. perpetual

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

6. N/A

UPON QUALIFICATION

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

7. 585 Ioblolly Lane

Charlottesville, VA 22903

(Current mailing address)

8. any lawful business purpose

(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.

Justine J. [Signature] - Authorized Rep. 12/01/99
(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)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Earle A. MacKenzie

Address: 3420 Aubusson Trace, Alpharetta GA 30202

Director: Walter M. Zirkle

Address: 585 Loblolly Lane, Charlottesville, VA 22903

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

President: Earle A. MacKenzie

Address: 3420 Aubusson Trace, Alpharetta GA 30202

Vice President: Walter M. Zirkle

Address: 585 Loblolly Lane, Charlottesville, VA 22903

Secretary: Walter M. Zirkle

Address: 585 Loblolly Lane, Charlottesville, VA 22903

Treasurer: Donald A. Doering

Address: 585 Loblolly Lane, Charlottesville, VA 22903

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. WALTER M. ZIRKLE

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

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State of Delaware
Office of the Secretary of State

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DIVISION OF CORPORATIONS
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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BROADSLATE NETWORKS OF FLORIDA, 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 TWENTY-THIRD DAY OF NOVEMBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BROADSLATE NETWORKS OF FLORIDA, INC." WAS INCORPORATED ON THE TWELFTH DAY OF NOVEMBER, A.D. 1999.

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

3125036 8300

991500566

AUTHENTICATION:

0098521

DATE:

11-23-99