

**CORPORATE
ACCESS,
INC.**

MO200001284

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666, Fax (850) 222-1666

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Foreign LLC

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1.)

AGL Networks LLC
(CORPORATE NAME & DOCUMENT #)

2.)

(CORPORATE NAME & DOCUMENT #)

3.)

(CORPORATE NAME & DOCUMENT #)

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SPECIAL INSTRUCTIONS

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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

1. AGL Networks, LLC
(Name of foreign limited liability company)
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 58-2567531
(FEI number, if applicable)
4. August 15, 2000
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 817 W. Peachtree Street, 10th Floor, Atlanta, GA 30308
(Street address of principal office)

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8. If limited liability company is a manager-managed company, check here ☒

9. The name and usual business addresses of the managing members or managers are as follows:

Exhibit A (attached)

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: AGL Networks, LLC plans to
provide facility based fiber optic lease for data, telecom, and video companies.

R. Eric Martinez
Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Eric Martinez-Senior Vice President

Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

AGL Networks, LLC

2. The name and the Florida street address of the registered agent and office are:

NRAI Services, Inc.

(Name)

526 E. Park Avenue

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee

FL 32301

(City/State/Zip)

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Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

NRAI Services, Inc.

By:

Gwendolyn Andrews

(Signature)

Gwendolyn Andrews, Special Asst. Secretary

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

Exhibit A

Directors & Officers (Executive Committee Members) of Applicant

AGL Networks, LLC

April 12, 2002

Name: Paula G. Rosput
Company Name: AGL Resources, Inc.
Name of Office Held: Executive Committee Member
Business Address: 817 W. Peachtree Street, 10th Floor, Atlanta, GA 30308
Residence Address: 935 Clifton Road, Atlanta, GA 30307

Name: Paul R. Shlanta
Company Name: AGL Resources, Inc.
Name of Office Held: Executive Committee Member
Business Address: 817 W. Peachtree Street, 10th Floor, Atlanta, GA 30308
Residence Address: 235 Forrest Lake Drive, Atlanta, GA 30327

Name: Richard T. O'Brien
Company Name: AGL Resources, Inc.
Name of Office Held: Executive Committee Member
Business Address: 817 W. Peachtree Street, 10th Floor, Atlanta, GA 30308
Residence Address: Atlanta, GA.

Name: Eric Martinez
Company Name: AGL Networks, LLC
Name of Office Held: Senior Vice President, Corporate Development
Business Address: 817 W. Peachtree Street, 10th Floor, Atlanta, GA 30308
Residence Address: 625 Kenion Way, Lilburn, GA 30043

Name: Gordon Stark
Company Name: AGL Networks, LLC
Name of Office Held: Senior Vice President, Sales & Marketing
Business Address: 817 W. Peachtree Street, 10th Floor, Atlanta, GA 30308
Residence Address: 5851 S. Sheridan Blvd., Littleton, Colorado 80123

Name: William Peeples
Company Name: AGL Networks, LLC
Name of Office Held: Vice President, Commercial Sales
Business Address: 817 W. Peachtree Street, 10th Floor, Atlanta, GA 30308
Residence Address: 2100 Greason Drive, Lawrenceville, GA 30043

Name: Melanie Platt
Company Name: AGL Resources, Inc.
Name of Office Held: Corporate Secretary
Business Address: 817 W. Peachtree Street, 10th Floor, Atlanta, GA 30308
Residence Address: 929 Clifton Rd., Atlanta, GA 30307

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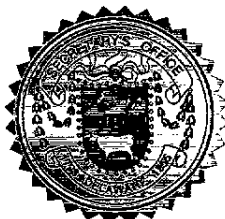
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AGL NETWORKS, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTEENTH DAY OF MAY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "AGL NETWORKS, LLC" WAS FORMED ON THE FIFTEENTH DAY OF AUGUST, A.D. 2000.

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

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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1784169

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DATE: 05-17-02