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ACCOUNT NO. : 0721000000032

REFERENCE : 695915 4324740

AUTHORIZATION :

Patricia Pijuta

COST LIMIT : \$ 125.00

FILED
2002 AUG -7 PM 1:34
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ORDER DATE : August 7, 2002

ORDER TIME : 12:40 PM

ORDER NO. : 695915-005

CUSTOMER NO: 4324740

300006952693--4

CUSTOMER: Ms. Lynn Hayes
Christian & Barton L.l.p.
Suite 1200
909 East Main Street
Richmond, VA 23219-3095

FOREIGN FILINGS

NAME: C&W TELECOM, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

RECEIVED
02 AUG -7 PM 2:21
DIVISION OF CORPORATION

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER: _____

J. BRYAN AUG 8 2002

**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:

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TALLAHASSEE, FLORIDA

1. C&W Telecom, LLC
(Name of foreign limited liability company)
2. Virginia
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 54-1986530
(FEI number, if applicable)
4. February 4, 2000
(Date of Organization)
5. perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. August 15, 2002
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 2508 Mechanicsville Turnpike
Richmond, Virginia 23223
(Street address of principal office)

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

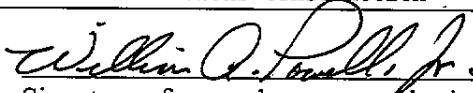
9. The name and usual business addresses of the managing members or managers are as follows:

See 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: _____

Cellular/Wireless Communications Construction



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.)

William A. Powell, Jr., President

Typed or printed name of signee

MANAGERS RIDER for C&W Telecom, LLC, a Virginia limited liability company

Name	Title	Business Address
William A. Powell, Jr.	Manager	2508 Mechanicsville Turnpike Richmond, VA 23223
John W. Williams	Manager	2508 Mechanicsville Turnpike Richmond, VA 23223
Arthur W. Nelson, Jr.	Manager	2508 Mechanicsville Turnpike Richmond, VA 23223
Robert M. Zahn	Manager	2508 Mechanicsville Turnpike Richmond, VA 23223
James E. Atkinson, III	Manager	2508 Mechanicsville Turnpike Richmond, VA 23223
Carson W. Rogers, Jr.	Manager	2508 Mechanicsville Turnpike Richmond, VA 23223

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CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA

**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:

C&W Telecom, LLC

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

Corporation Service Company

(Name)

1201 Hays Street

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

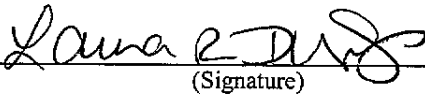
Tallahassee

FL

32301

(City/State/Zip)

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.


(Signature)

Laura R. Dunlap
as its agent

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

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

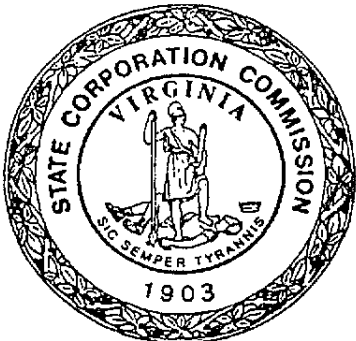
A certificate of organization was issued by the Commission to C&W Telecom, LLC, a limited liability company formed under the laws of VIRGINIA, effective as of February 04, 2000.

This certificate is in effect as of this date.

Nothing more is hereby certified.

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TALLAHASSEE, FLORIDA

*Signed and Sealed at Richmond on this Date:
August 1, 2002*



Joel H. Peck
Joel H. Peck, Clerk of the Commission