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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

98 FEB -2 PM 1:50

December 18, 1997

Secretary of State  
Florida Department of State  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

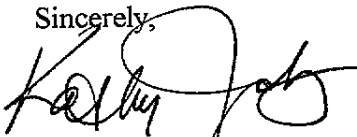
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-12/23/97--01039--001  
\*\*\*\*293.75 \*\*\*\*293.75

Enclosed please find the Application, Affidavit, Certificate of Existence, Designation of Registered Agent and the appropriate filing fees to register Links 2000 Telecom, L.L.C. in the state of Florida.

If there are any questions regarding this letter, please do not hesitate to contact me at (518) 271-9652.

Thank you for your assistance.

Sincerely,



Kathy Jandrisevits  
V.P. Operations

Name Availability	KWM
Document Examiner	KWM
Updater	KWM
Updater Verifier	KWM
Acknowledgement	KWM
W. P. Verifier	KWM

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 2, 1998

KATHY JANDRISEVITS  
2405 21ST STREET, STE. 5  
TROY, NY 12180

SUBJECT: LINKS 2000 TELECOM, L.L.C.  
Ref. Number: W98000000062

We have received your document for LINKS 2000 TELECOM, L.L.C. and your check(s) totaling \$293.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain the names and street addresses of the members or managers of the limited liability company.

The name listed in number one of the application must be identical to the name listed in the certificate of existence.

Please list manager or managing member title and correct the word (Links) in the name of the entity.,

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Kenny Manning  
Corporate Specialist

Letter Number: 398A00000092

**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. Link 2000 Telecom, L.L.C.  
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
2. Delaware 3. 16-1516084  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. January 20, 1997 5. Perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. Links 2000 have not yet transacted business in Florida  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 2405 21st Street, Suite 5, Troy, NY 12180

(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE: *	NAME & ADDRESS:	TITLE:
<u>Robert M. Laing</u>	<u>Pres./</u>		
<u>2405 21st St.</u>	<u>CEO</u>		
<u>Troy, NY 12180</u>	<u>MGRM</u>		
<u>Christy Laing</u>	<u>Owner</u>		
<u>130 N. Woodberry Ave.</u>	<u>MGRM</u>		
<u>Danville, VA 24540</u>			

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**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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Links 2000 Telecom, L.L.C.

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

Glen M. Spicer

(Name)

211 Redfish Circle

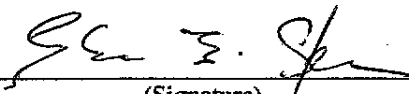
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Santa Rosa Beach, FL 32459

(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.*

  
(Signature)

11/23/97  
(Date)

**Filing Fee: \$ 35 for Designation of Registered Agent**

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of Links 2000  
Telecom, L.L.C. deposes and says:

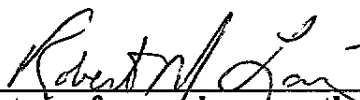
1) the above named limited liability company has at least two members

2) the total amount of cash contributed by the member(s) is \$ 94,000

3) if any, the agreed value of property other than cash contributed by member(s) is \$ \_\_\_\_\_  
A description of the property is attached and made a part hereto.

4) the amount of cash or property anticipated to be contributed by member(s) is \$ 94,000  
This total includes amounts from 2 and 3 above.

5) the total amount of cash or property anticipated to be contributed by member(s) is \$ 125,000

  
\_\_\_\_\_  
**Signature of a member or authorized representative of a member.**  
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

**Filing Fee: \$250.00 for Application and Affidavit**

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

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LINK 2000 TELECOM, L.L.C." 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 TWENTY-FOURTH DAY OF JULY, A.D. 1997.



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971242421

  
Edward J. Freel, Secretary of State

AUTHENTICATION: 8573918  
07-24-97

DATE: