

TCC

THE COMPANY CORPORATION

1313 North Market Street
Wilmington, DE 19801-1151
Phone: 302.575.0440
Fax: 302.575.1346
Toll Free: 800.542.2677
www.incorporate.com

January 9, 1998

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

700002401617--5
-01/15/98--01061--005
*****70.00 *****70.00

RE: Milford Communications Partners, L.L.C.
9711252825563

Dear Sir or Madam:

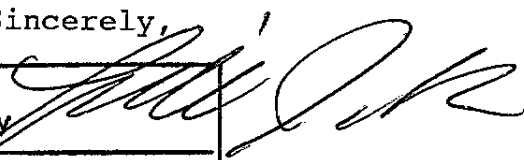
700002401617--5
-02/13/98--01003--014
****215.00 ****215.00

Enclosed please find Application for Authority (and related documents, if appropriate) and our check in the amount of \$70.00 for Milford Communications Partners, L.L.C..

Please file and return all related correspondence to my attention at the address listed above.

Please feel free to contact me directly at 1-302-575-0440, ext. 7003, with questions regarding the enclosed application.

Sincerely,



Name	Lucille J. Rose
Availability	Non-Delaware Filings
Document Examiner	DCC
Updater	DCC
Updater enc.	DCC
Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

FILED
98 FEB 11 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Corporation)

C. TAX _____
FILING 215.00
R. AGENT FEE _____
C. CORP _____
N. CORP _____
BALANCE DUE _____
REFUND _____

798000000122

7980000001592



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1313 North Market Street
Wilmington, DE 19801-1151
Phone: 302.575.0440
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February 5, 1998

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Milford Communications Partners, L.L.C.
9711252825563

Dear Sir or Madam:

Enclosed please find Application for Authority to conduct business with corrections as requested for Milford Communications Partners, L.L.C. A copy of your recent correspondence is enclosed for reference.

Please file and return all related correspondence to my attention at the address listed above.

Please feel free to contact me directly at 1-302-575-0440, ext. 7003, with questions regarding the enclosed application.

Sincerely,

A handwritten signature in cursive script, appearing to read 'Lucille J. Rose'.

Lucille J. Rose
Non-Delaware Filings

Enclosures



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 23, 1998

LUCILLE J. ROSE
TCC
1313 NORTH MARKET STREET
WILMINGTON, DE 19801-1151

SUBJECT: MILFORD COMMUNICATIONS PARTNERS, L.L.C.
Ref. Number: W98000001592

We have received your document for MILFORD COMMUNICATIONS PARTNERS, L.L.C. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Effective April 23, 1997, the fees to qualify a foreign limited liability company total \$285.00 and breakdown as follows: \$250.00 filing fee for the application and affidavit and \$35 registered agent designation fee. An additional \$52.50 is due for each certified copy requested and an additional \$8.75 is due for each certificate of status requested.

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) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 498A00003830

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

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

1. Milford Communications Partners, 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
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 59-3480709
(FEI number, if applicable)
4. November 25, 1997
(Date of Organization)
5. November 24, 2027
(Duration: Year limited liability company will cease to exist or "perpetual")
6. December 15, 1997
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 8716 Cove Court
Tampa, FL 33615
(Street address of principal office)

FILED
98 FEB 11 PM 1:00
STATE
TAMPA, FL, FLORIDA

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:

Robert D. Francis

MGRM

8716 Cove Court

Tampa, FL 33615

Filing Fee: \$ 52.50 for Application

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

The undersigned member or authorized representative of a member of Milford
Communications Partners, 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 \$ 1,000.00
- 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 hereof.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is
\$ 1,000.00. This total includes amounts from 2 and 3 above.

FILED
98 FEB 11 PM 1:00
STATE
TALLAHASSEE, FLORIDA

Robert D. Francis

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.)
Robert D. Francis

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON PROCESS
MAY BE SERVED.

In compliance with Section 607.1503, Florida Statutes, the following is
submitted:

First, this Milford Communications Partners, L.L.C. organized
under the laws of the state of Delaware with its principal place of
business to be located in the city of Tampa, State of Florida,
has named Larry Wolfe located at 200 - A John Knox Road, Tallahassee FL 32303-6643
as its agent for service of process within Florida.

Having been named to accept service of process for the above stated corporation,
at the place designated in this Certificate, I hereby agree to act in this capacity, and I
further agree to comply with the provision of all statutes relative to the proper and
complete performance of my duties.

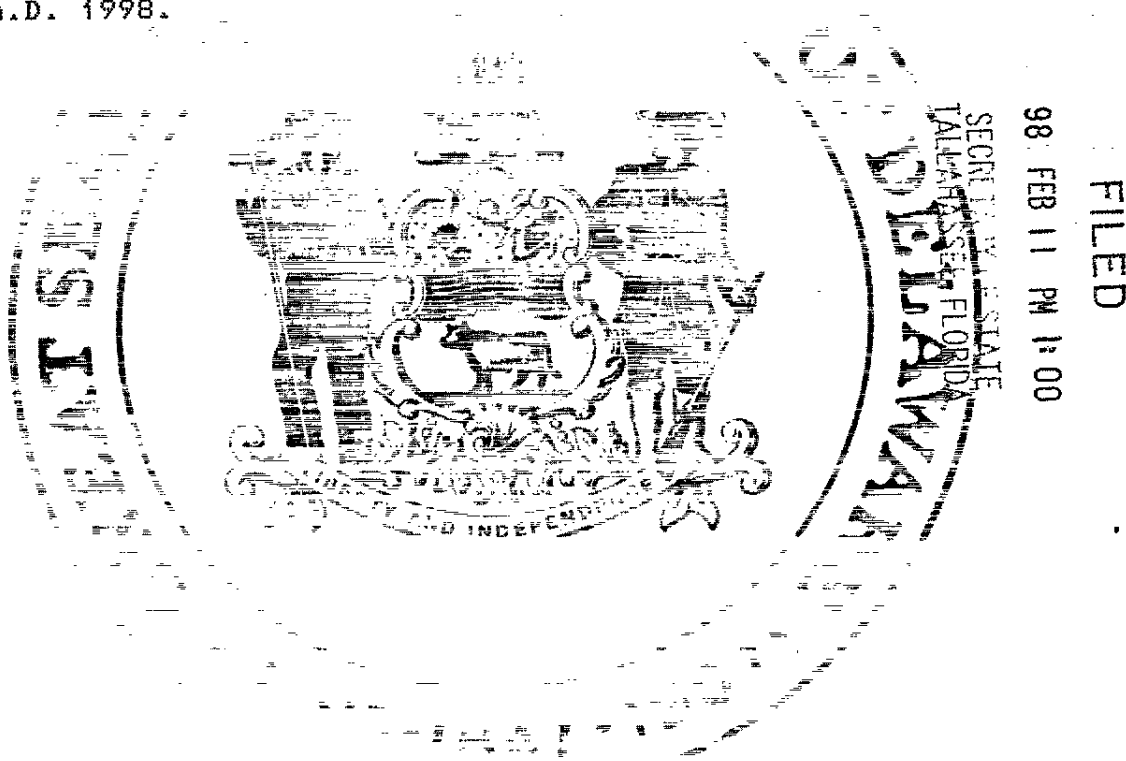

Larry Wolfe

January 9, 1998
Date

FILED
FEB 11 PM 3:00
TALLAHASSEE, FLORIDA

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MILFORD COMMUNICATIONS PARTNERS, 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 EIGHTH DAY OF JANUARY, A.D. 1998.



98 FEB 11 PM 1:00

FILED



Edward J. Freel

Edward J. Freel, Secretary of State

2825563 8300

981009563

AUTHENTICATION:

8856426

DATE:

01-08-98