



THE UNITED STATES
CORPORATION
COMPANY

M98000000720

ACCOUNT NO. : 072100000032

REFERENCE : 842788 4322237

AUTHORIZATION :

COST LIMIT :

Patricia Pizut
\$ ~~52.50~~

285.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL -6 PM 2:06

ORDER DATE : June 3, 1998

ORDER TIME : 9:34 AM

ORDER NO. : 842788-270

CUSTOMER NO: 4322237

CUSTOMER: Ms. Dorothy Slye
Mci Communications Corporation
1133 19th St. N.W.

Washington, DC 20036

000002580060--8

FOREIGN FILINGS

NAME: MCIMETRO ACCESS TRANSMISSION
SERVICES LLC

39870036124

(5)

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Brenda Phillips

B/P

7/6/98

RECEIVED
98 JUL -6 AM 10:39
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL -6 PM 2:06
OWING IS
TRANSACT

1. MCIMETRO ACCESS TRANSMISSION SERVICES LLC

2. DELAWARE

3.

4. MAY 21, 1998

5. PERPETUAL

6. UPON QUALIFICATION

7. 1801 PENNSYLVANIA AVENUE, N.W., WASHINGTON, DC 20006


829591

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL -6 PM 2:06

The undersigned member or authorized representative of a member of MCIMETRO ACCESS
TRANSMISSION SERVICES LLC deposes and says:

- 1) the above named limited liability company has ^{one} ~~at least two~~ members
- 2) the total amount of cash contributed by the member(s) is \$ 100
- 3) if any, the agreed value of property other than cash contributed by member(s) is
\$ 0 . A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is
\$ 100 . This total includes amounts from 2 and 3 above.


Charles W. Row, Vice President
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.)

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL -6 PM 2:06

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, 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: _____

MCIMETRO ACCESS TRANSMISSION SERVICES LLC

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

CORPORATION SERVICE COMPANY

(Name)

1201 HAYS STREET

(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.

BY: _____

(Signature)

JUNE 30, 1998

(Date)

Filing Fee: \$ 35 for Designation of Registered Agent

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MCIMETRO ACCESS TRANSMISSION SERVICES 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 THIRD DAY OF JUNE, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL -6 PM 2:06

2900057 8300
981213839



9117826
06-03-98

Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: