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SEP 26 11:40  
FLORIDA  
PUBLIC SERVICE COMM.  
DIV. OF ADMINISTRATION  
OUT IF CHECKED

Telephone: (770) 693-9200  
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Also Admitted in New York  
and Maryland

September 26, 1996

Florida Public Service Commission  
Division of Administration, Room G-50  
101 East Gaines Street  
Tallahassee, Florida 32399-0850

Re: Telscape USA, Inc.  
Docket No. 961083-TI

Dear Sir/Madam:

Enclosed please find for filing twelve (12) copies of Telscape USA, Inc.'s foreign qualification in the State of Florida to be filed as an addendum to the Company's application for authority to provide IXC service.

Please verify receipt of this filing by returning the extra copy of this cover letter provided in the enclosed pre-addressed envelope. If you have any questions or if I may provide you with additional information, please do not hesitate to call me.

Respectfully submitted,

Nancy Hryszczuk  
Paralegal to Lance Steinhart  
Attorney for Telscape USA, Inc.

- ACK
- AFA
- APP
- CAF
- CMU
- CTR
- EAG
- LEG
- LIN
- OPC
- RCH
- SEC
- WAS
- OTH

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DIV. OF ADMINISTRATION  
ROOM G-50

Enclosures  
cc: Mr. Scott Crist

DOCUMENT NUMBER-DATE

10499 SEP 30 96

FPSC-RECORDS/REPORTING



ORIGINAL  
FILE COPY

FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

September 25, 1996

NANCY HRYSZCZUK  
LANCE J.M. STEINHART  
1100 ABERNATHY RD, SUITE 1112  
ATLANTA, GA 30328

Qualification documents for TELSCAPE USA, INC. were filed on September 24, 1996 and assigned document number F96000004922. Please refer to this number whenever corresponding with this office.

Your corporation is now qualified and authorized to transact business in Florida as of the file date.

A corporation annual report will be due this office between January 1 and May 1 of the year following the calendar year of the file date. A Federal Employer Identification (FEI) number will be required before this report can be filed. If you do not already have an FEI number, please apply NOW with the Internal Revenue by calling 1-800-829-3676 and requesting form SS-4.

Please be aware if the corporate address changes, it is the responsibility of the corporation to notify this office.

Should you have any questions regarding this matter, please telephone (904) 487-6091, the Foreign Qualification/Tax Lien Section.

Hart Collins  
Senior Corporate Section Administrator  
Division of Corporations

Letter Number: 796A00044119

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION  
TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE  
STATE OF FLORIDA:

1. Telscape USA, Inc.  
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Texas  
(State or country under the law of which it is incorporated)

3. 76-0499077  
(FEI number, if applicable)

4. April 11, 1996  
(Date of incorporation)

5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Certification  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 4635 Southwest Freeway, Suite 800  
Houston, Texas 77027  
(Current mailing address)

8. Telecommunication Services  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: C.T. Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324  
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Mary R. Adams

(Registered agent's signature)  
Mary R. Adams, Assistant Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 SEP 24 AM 10:58

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

**A. DIRECTORS (Street address only- P. O. Box NOT acceptable)**

Chairman: E. Scott Crist

Address: 4635 Southwest Freeway, Suite 800 Houston, Texas 77027

Vice Chairman: Mark Vance

Address: -same-

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS (Street address only- P. O. Box NOT acceptable)**

President: E. Scott Crist

Address: 4635 Southwest Freeway, Suite 800 Houston, Texas 77027

Vice President: Mark Vance

Address: -same-

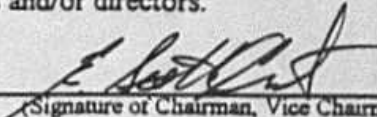
Secretary: Cynthia Trout

Address: -same-

Treasurer: Cynthia Trout

Address: -same-

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.   
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. E. Scott Crist  
(Typed or printed name and capacity of person signing application)