

EXHIBIT 3

Ecocom USA Limited

**Authorization To Do Business
as a Foreign Corporation**



OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

AUGUST 24, 2000

6123-762-3

PEPPER & CORAZZINI LLP
1776 K STREET, N.W. STE 200
WASHINGTON, DC 20006

RE ECOCOM USA LIMITED

DEAR SIR OR MADAM:

IT IS OUR PLEASURE TO APPROVE YOUR REQUEST TO TRANSACT BUSINESS IN THE STATE OF ILLINOIS. ENCLOSED PLEASE FIND A CERTIFICATE OF AUTHORITY, ACKNOWLEDGING YOUR REGISTRATION.

THESE DOCUMENTS MUST BE RECORDED IN THE OFFICE OF THE RECORDER OF THE COUNTY IN ILLINOIS IN WHICH THE REGISTERED OFFICE OF THE CORPORATION IS LOCATED, AS PROVIDED BY SECTION 1.10 OF THE BUSINESS CORPORATION ACT OF THIS STATE. FOR FURTHER INFORMATION CONTACT YOUR RECORDER OF DEEDS.

THE CORPORATION MUST FILE AN ANNUAL REPORT AND PAY FRANCHISE TAXES PRIOR TO THE FIRST DAY OF ITS ANNIVERSARY MONTH (MONTH OF QUALIFICATION) NEXT YEAR. A PRE-PRINTED ANNUAL REPORT FORM WILL BE SENT TO THE REGISTERED AGENT AT THE ADDRESS SHOWN ON THE RECORDS OF THIS OFFICE APPROXIMATELY 60 DAYS PRIOR TO ITS ANNIVERSARY MONTH.

SECURITIES CANNOT BE ISSUED OR SOLD EXCEPT IN COMPLIANCE WITH THE ILLINOIS SECURITIES LAW OF 1953, 815 ILLINOIS COMPILED STATUTES, 5/1 ET SEQ. FOR FURTHER INFORMATION, CONTACT THE OFFICE OF THE SECRETARY OF STATE, SECURITIES DEPARTMENT AT (217) 782-2256 OR (312) 793-3384.

SINCERELY YOURS,

A handwritten signature in cursive script that reads "Jesse White".

JESSE WHITE
SECRETARY OF STATE

DEPARTMENT OF BUSINESS SERVICES
CORPORATION DIVISION
TELEPHONE (217) 782-6961

JW:CD

State of Illinois
Office of
The Secretary of State

Whereas, APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT
BUSINESS IN THIS STATE OF
ECOCOM USA LIMITED
INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE HAS BEEN FILED
IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS
CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, Jesse White, Secretary of State of the State of
Illinois, by virtue of the powers vested in me by law, do hereby issue
this certificate and attach hereto a copy of the Application of the
aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be
affixed the Great Seal of the State of Illinois,
at the City of Springfield, this 24TH
day of AUGUST A.D. 2000 and of
the Independence of the United States the two
hundred and 25TH .



Jesse White

Secretary of State

SUBMIT IN DUPLICATE!

Jesse White, Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-1834
http://www.sos.state.il.us

This space for use by Secretary of State

FILED

AUG 24 2000

JESSE WHITE
SECRETARY OF STATE

This space for use by
Secretary of State

Date 8-27-00
License Fee \$ _____
Franchise Tax \$ 25
Filing Fee \$ 75
Penalties \$ _____
Approved: [Signature] 130

Payment must be made by
certified check, cashier's check,
Illinois attorney's check, Illinois
C.P.A.'s check or money order,
payable to "Secretary of State."

1. (a) CORPORATE NAME: Ecocom USA Limited ✓ 3.0

(Complete item 1 (b) only if the corporate name is not available in this state.)

(b) ASSUMED CORPORATE NAME: _____
(By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.)

2. (a) State or Country of Incorporation: Delaware ✓

(b) Date of Incorporation: December 8, 1997

(c) Period of Duration: Perpetual ✓

3. (a) Address of the principal office, wherever located: 8605 Westwood Center Dr., ✓
#304
Vienna, VA 22182

(b) Address of principal office in Illinois: (If none, so state) ✓
(None)

4. Name and address of the registered agent and registered office in Illinois. ✓

Registered Agent	<u>CT Corporation System</u>		
	<i>First Name</i>	<i>Middle Name</i>	<i>Last Name</i>
Registered Office	<u>208 South LaSalle Street</u>		
	<i>Number</i>	<i>Street</i>	<i>Suite #</i>
	<u>Chicago</u>	<u>60604</u>	<u>Cook</u>
	<i>City</i>	<i>ZIP Code</i>	<i>County</i>

5. States and countries in which it is admitted or qualified to transact business: (Include state of incorporation) ✓
Delaware, Virginia

6. Names and residential addresses of officers and directors: ✓

Name	No. & Street	City	State	ZIP
President	<u>SEE ATTACHED</u>			
Secretary	_____			
Director	_____			
Director	_____			
Director	_____			

If more than 3, attach list

7. Purpose or purposes proposed to be pursued in transacting business in this state:
(If not sufficient space to cover this point, add one or more sheets of this size.)

11

Provision of telecommunications services

8. Authorized and issued shares:

Class	Series	Par Value	Number of Shares Authorized	Number of Shares Issued
Common		\$1.00	10,000,000	2,875,000

9. Paid-in Capital: \$2,875,000 000 3846
("Paid-in Capital" replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.)

10. (a) Give an estimate of the total value of all the property* of the corporation for the following year: \$ 1,000,000
- (b) Give an estimate of the total value of all the property* of the corporation for the following year that will be located in Illinois: \$ 0
- (c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 12,000,000
- (d) State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois: \$ 50,000

11. Interrogatories: (Important – this section must be completed.)

- ** (a) Office or offices to which all contracts with the corporation are forwarded for final acceptance:
 (b) Number of shares of all classes owned by residents of Illinois:
 (c) Number of shares of all classes owned by non-residents of Illinois:
 (d) Is the corporation transacting business in this state at this time?
 (e) If the answer to item 11(d) is yes, state the exact date on which it commenced to transact business in Illinois:

12. This application is accompanied by a certified copy of the articles of incorporation, as amended, duly authenticated, within the last ninety (90) days, by the proper officer of the state or country wherein the corporation is incorporated.

13. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK.**)

Dated 3/12 (Month & Day) 2000 (Year) Ecocom USA Limited (Exact Name of Corporation)

attested by Curt Coward (Signature of Secretary or Assistant Secretary) Lewis Farsedakis (Signature of President or Vice President)
Curt Coward, Assistant Secretary (Type or Print Name and Title) by Lewis Farsedakis, President (Type or Print Name and Title)

- * PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.
- ** When the response to #11(a) lists ONLY an Illinois address, then the total business as reflected in #10(c) is also considered to be Illinois business for the purpose of computing the Illinois allocation factor. By signing this application, the corporation affirms that it is aware that the amount of paid-in capital, and consequently the amount of license fees and franchise taxes, may be proportionately higher due to the Illinois address shown under #11(a).

Ecocom USA Limited

Officers and Directors	Percentage Ownership
Edward Manukian CEO/Director 6129 Brook Drive, Falls Church, Virginia 22044	28%
Walter Zinsser Director 71 Park Street, London, W1Y 3HB United Kingdom	14%
Olav Ermgassen Director Randall House, 18 Woodstock Road, London, W4 1UE United Kingdom	14%
Jack Hazout Director c/o ESDS 8, rue Lafouge, 94250, Gentilly, France	14%
Curt Coward Assistant Secretary c/o McGuire Woods 8280 Greensboro Drive, McLean, Virginia, 22102	10%
Lewis Farsedakis President 1500 Northern Neck Dr., Unit Number 202 Vienna, Virginia, 22182	10%
Anselm Baumgarten Secretary Feuerbachstrasse 12, Frankfurt am Main, 60325 Germany	0%

Interrogatories for Certificate of Authority to Transact Business in Illinois
By Ecocom USA Limited

11(a). Lewis Farsedakis, President

11(b). none

11(c). 2,875,000

11(d). no

11(e). N/A