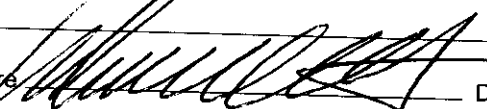


No. C 103602		Due no later than Oct 31, 2000 Annual Report Form		2. Registered Agent and Office NO PO BOX																																											
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080		1. Mailing Address - Correct in this box, if applicable PSINET INC. 44983 KNOLL SQUARE 510 HUNTING PARK DRIVE ASHBURN, VA 20147 HERNDON, VA 20170 ATTN: LEGAL DEPT.		C T CORPORATION SYSTEM 300 NORTH 6TH STREET BOISE, ID 83701																																											
NO FILING FEE IF RECEIVED BY DUE DATE				3. <u>New</u> Registered Agent Signature																																											
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.																																															
<table border="1"> <thead> <tr> <th>Office held</th> <th>Name</th> <th>Street or P.O. Address</th> <th>City</th> <th>State</th> <th>Zip</th> </tr> </thead> <tbody> <tr> <td>PRESIDENT + DIRECTOR</td> <td>HAROLD WILLS</td> <td>44983 KNOLL SQ.</td> <td>ASHBURN</td> <td>VA</td> <td>20147</td> </tr> <tr> <td>SECRETARY</td> <td>KATHLEEN HORNE</td> <td>44983 KNOLL SQ.</td> <td>ASHBURN</td> <td>VA</td> <td>20147</td> </tr> <tr> <td>DIRECTOR</td> <td>WILLIAM SCHRADER</td> <td>44983 KNOLL SQ.</td> <td>ASHBURN</td> <td>VA</td> <td>20147</td> </tr> <tr> <td>DIRECTOR</td> <td>WILLIAM BAUMER</td> <td>44983 KNOLL SQ.</td> <td>ASHBURN</td> <td>VA</td> <td>20147</td> </tr> <tr> <td>DIRECTOR</td> <td>RALPH SWETT</td> <td>44983 KNOLL SQ.</td> <td>ASHBURN</td> <td>VA</td> <td>20147</td> </tr> <tr> <td>DIRECTOR</td> <td>IAN SHARP</td> <td>44983 KNOLL SQ.</td> <td>ASHBURN</td> <td>VA</td> <td>20147</td> </tr> </tbody> </table>						Office held	Name	Street or P.O. Address	City	State	Zip	PRESIDENT + DIRECTOR	HAROLD WILLS	44983 KNOLL SQ.	ASHBURN	VA	20147	SECRETARY	KATHLEEN HORNE	44983 KNOLL SQ.	ASHBURN	VA	20147	DIRECTOR	WILLIAM SCHRADER	44983 KNOLL SQ.	ASHBURN	VA	20147	DIRECTOR	WILLIAM BAUMER	44983 KNOLL SQ.	ASHBURN	VA	20147	DIRECTOR	RALPH SWETT	44983 KNOLL SQ.	ASHBURN	VA	20147	DIRECTOR	IAN SHARP	44983 KNOLL SQ.	ASHBURN	VA	20147
Office held	Name	Street or P.O. Address	City	State	Zip																																										
PRESIDENT + DIRECTOR	HAROLD WILLS	44983 KNOLL SQ.	ASHBURN	VA	20147																																										
SECRETARY	KATHLEEN HORNE	44983 KNOLL SQ.	ASHBURN	VA	20147																																										
DIRECTOR	WILLIAM SCHRADER	44983 KNOLL SQ.	ASHBURN	VA	20147																																										
DIRECTOR	WILLIAM BAUMER	44983 KNOLL SQ.	ASHBURN	VA	20147																																										
DIRECTOR	RALPH SWETT	44983 KNOLL SQ.	ASHBURN	VA	20147																																										
DIRECTOR	IAN SHARP	44983 KNOLL SQ.	ASHBURN	VA	20147																																										
5. Organized Under the Laws of: NEW YORK C 103602		6. Signature  Name (Typed or Printed) <u>David KRAMER</u> Title <u>Vice President</u>																																													
Date <u>10/24/00</u>																																															

Issued 08/01/2000

Do Not Tape or Staple