

State of Idaho

Department of State

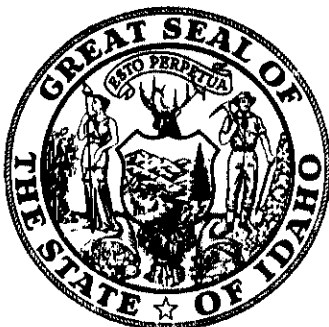
CERTIFICATE OF INCORPORATION OF

FREMONT TELCOM CO.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: March 9, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Julie Sammons*

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IDAHO SECRETARY OF STATE

**ARTICLES OF INCORPORATION
OF
FREMONT TELCOM CO.**

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SEC. OF STATE
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The undersigned, acting as the incorporator of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

I. NAME

The name of the corporation is FREMONT TELCOM CO.

II. DURATION

The period of its duration is perpetual.

III. PURPOSES

The purpose or purposes for which this corporation is organized is for the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

IV. STOCK

The aggregate number of shares which this corporation shall have the authority to issue is One Hundred Thousand (100,000) shares common voting stock without par value, the Board of Directors may, from time to time, fix the consideration for which shares without par value shall be issued and sold.

V. PRINCIPAL PLACE OF BUSINESS AND REGISTERED AGENT

The address of the initial registered office of the corporation is 1690 Del Mar, Idaho Falls, Idaho, 83404, and the name of its initial registered agent at such address is JAMES BAUCHMAN.

VI. INITIAL DIRECTORS

The number of directors constituting the initial board of directors of the corporation is four (4), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

STEVEN G. BAUCHMAN, 1690 Del Mar, Idaho Falls, Idaho, 83404

JOHN BAUCHMAN, 1690 Del Mar, Idaho Falls, Idaho, 83404

JAMES BAUCHMAN, 1690 Del Mar, Idaho Falls, Idaho, 83404

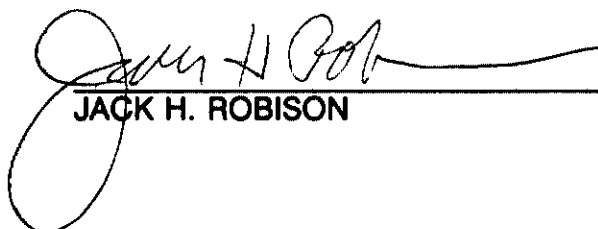
ROBERT W. BAUCHMAN, 1690 Del Mar, Idaho Falls, Idaho, 83404

VII. INCORPORATORS

The name and address of each incorporator is:

JACK H. ROBISON, P.O. Box 967, 405 West Whitman, Pocatello, Idaho
83204-0967.

DATED this 8th day of March, 1994.



JACK H. ROBISON

STATE OF IDAHO

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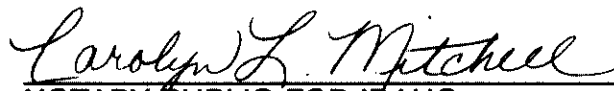
County of Bannock

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On this 8th day of March, 1994, before me, the undersigned, a Notary Public, in and for said State, personally appeared JACK H. ROBISON, known or identified to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

[SEAL]



NOTARY PUBLIC FOR IDAHO
Commission Expires: 11-8-99