

State of Idaho

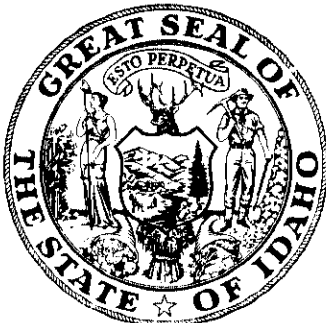
Department of State

CERTIFICATE OF AUTHORITY
OF
CITIZENS TELECOMMUNICATIONS, COMPANY
File Number C 127826

I PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the Application for such Certificate.

Dated: March 5, 1999



Pete T. Cenarrusa
SECRETARY OF STATE

By *Amanda J. Smith*

FILED

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

APR 5 PM 2:21

To the Secretary of State of Idaho:

The undersigned Corporation applies for a Certificate of Authority and states as follows:

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the corporation is CITIZENS TELECOMMUNICATIONS COMPANY
2. The name which it shall use in Idaho is _____
3. It is incorporated under the laws of DELAWARE
4. Its date of incorporation is JULY 1, 1993
5. The address of its principal office is 3 HIGH RIDGE PARK, STAMFORD, CT. 06905
6. The address to which correspondence should be addressed, if different than item 5, is _____
7. The street address of its registered office in Idaho is 200 NORTH 23RD STREET
BOISE, ID 83702, and its registered agent in Idaho at that address is PRENTICE-HALL CORP
8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
<u>DARYL FERGUSON</u>	<u>DIRECTOR</u>	<u>3 HIGH RIDGE PARK STAMFORD</u>
<u>LEONARD TOW</u>	<u>DIRECTOR</u>	<u>3 HIGH RIDGE PARK STAMFORD</u>
<u>O. LEE JOB</u>	<u>DIRECTOR</u>	<u>3 HIGH RIDGE PARK STAMFORD</u>
<u>DARYL FERGUSON</u>	<u>PRESIDENT</u>	<u>3 HIGH RIDGE PARK STAMFORD</u>
<u>E.O. KIPPERMAN</u>	<u>VICE-PRESIDENT</u>	<u>3 HIGH RIDGE PARK STAMFORD</u>
<u>CHARLES J. WEISS</u>	<u>SECRETARY</u>	<u>3 HIGH RIDGE PARK STAMFORD</u>

Dated: FEBRUARY 24, 1999

CITIZENS TELECOMMUNICATIONS COMPANY

(Corporation name)

By _____

Its VICE PRESIDENT, TAX

(specify capacity of signer)

Customer Acct # : _____

(if using pre-paid account)

IDaho SECRETARY OF STATE

03/05/1999 09:00
CK: 2938 CT: 00166 BH: 194178

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C127826

Revised 7/97

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Office of the Secretary of State

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SECRETARY OF STATE
STATE OF IDAHO

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY "CITIZENS TELECOMMUNICATIONS
COMPANY" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF
DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE
EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE
TWENTY-THIRD DAY OF FEBRUARY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE
BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES
HAVE BEEN PAID TO DATE.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9591518

DATE: 02-23-99