

State of Idaho

Department of State

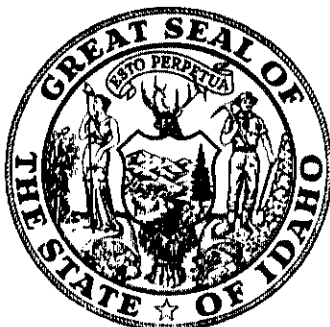
CERTIFICATE OF INCORPORATION OF

THE LONG DISTANCE COMPANY

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: June 29, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *Ara Seibel*

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SEC. OF STATE
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ARTICLES OF INCORPORATION

OF

THE LONG DISTANCE COMPANY

We, the undersigned, desiring to form a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation:

ARTICLE ONE

NAME

The name of the corporation is THE LONG DISTANCE COMPANY.

ARTICLE TWO

PURPOSE

The purpose of the corporation is to provide telecommunications services.

ARTICLE THREE

DURATION

The period of the duration of this corporation is perpetual.

ARTICLE FOUR

REGISTERED OFFICE AND AGENT

The address of the corporation's registered office is 823 Specht, Suite B, Caldwell, Idaho 83605. The initial registered agent at such address is Thomas B. Pratt.

ARTICLE FIVE

STOCK

The aggregate number of shares which the corporation shall have authority to issue is 100,000 shares of common stock without par value.

ARTICLE SIX

RESTRICTION ON TRANSFER OF SHARES

No issuance of shares nor transfer of share ownership shall be valid without the consent of all shareholders.

ARTICLE SEVEN

DIRECTORS

The number of directors constituting the initial Board of Directors of the corporation is three (3), 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:

Thomas B. Pratt	13423 Frost Road Caldwell, Idaho 83605
Linda J. Pratt	13423 Frost Road Caldwell, Idaho 83605
Dana R. White	408 18th Avenue North Nampa, Idaho 83687

ARTICLE EIGHT

INCORPORATORS

The name and street address of each incorporator is:

Thomas B. Pratt	13423 Frost Road Caldwell, Idaho 83605
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Linda J. Pratt

13423 Frost Road
Caldwell, Idaho 83605


Dana R. White

408 18th Avenue North
Nampa, Idaho 83687

IN WITNESS WHEREOF, We have hereunto set our hands this 28th
day of June, 1993.


THOMAS B. PRATT


LINDA J. PRATT


DANA R. WHITE

STATE OF IDAHO)
 : ss.
County of Canyon)

On this 28th day of June, 1993, before me, the undersigned,
a Notary Public in and for said State, personally appeared THOMAS
B. PRATT, LINDA J. PRATT and DANA R. WHITE, known to me to be the
persons who executed the foregoing ARTICLES OF INCORPORATION and
acknowledged to me that they 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.


Notary Public for Idaho
Residing at Caldwell

ARTICLES OF INCORPORATION - 3

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