## State of Idaho

## Department of State

CERTIFICATE OF AUTHORITY
OF

LONG DISTANCE INTERNATIONAL INC.
File number C 121903

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of LONG DISTANCE INTERNATIONAL INC. for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to LONG DISTANCE INTERNATIONAL INC. to transact business in this State under the name LONG DISTANCE INTERNATIONAL INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: December 16, 1997



SECRETARY OF STATE

By L DUMDA

## APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation) 97 DEC 16 PM 1:58

To	the Secretary of State of Idaho Pursuant to Section 30-1-110, Idaho Code, the undersigned Authority to transact business in your State, and for that purp	SECRETARY OF STATE  STATE OF LOARO  Corporation Neterly applies for a Certificate of pose submits the following statement:				
1.	The name of the corporation isLong Distance	international Inc.				
2.	The name which it shall use in Idaho is					
	(To be used only when required to avoid a conflict with a name alro Directors resolution adopting assumed name in Idaho.)	eady on file. Must be accompanied by a Board of				
3.	It is incorporated under the laws of F1	lorida				
	The date of its incorporation isMay 25, 1993	and the period of its duration,				
5.	The address of its principal office in the state or country under 888 S. Andrews Ave., Suite 205, Ft.	er the laws of which it is incorporated is				
6.	The address to which correspondence should be addressed,	if different than item 5, is				
7.	The street address of its proposed registered office in Idaho is2309 Mountain View Drive					
	Boise, Idaho 83704	, and the name of its proposed				
	registered agent in Idaho at that address is	Jake W. Peterson				
8.	The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:					
	To engage in a telecommunications business and any other					
	lawful activity.					
	(Continued on reverse)	IDAMU SECRETARY OF STATE				
	Submit applications and certificate of status to:  Office of the Secretary of State	CX: 18173 CT: 13585 RH: 64386  1 9 180.88 = 188.80 AUTH PRO 1 9 28.88 = 28.80 EXPEDITE C				
	Division of Corporations Statehouse, Room 203 Boise, Idaho 83720					

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## "RIDER"

**OFFICERS** 

David Glassman

President

3024 NE 49th Street

Fort Lauderdale, Florida

33308

Clifford Friedland Chairman

Secretary

2545 Bay Avenue

Miami Beach, Florida 33140

Marilyn Felos

Treasurer

1046 Cedar Falls Drive

Fort Lauderdale, Florida 33327

DIRECTORS

David Glassman

Voting Director

3024 NE 49th Street

Fort Lauderdale, Florida 33308

Clifford Friedland Voting Director

2545 Bay Avenue

Miami Beach, Florida 33140

Larry Mestel

Voting Director

c/o Island Enterprise Group

825 8th Avenue, 24th Floor New York, New York 10019

Olaf Krohg

Voting Director

123 Salem Street

Topsfield, Massachusetts 01983

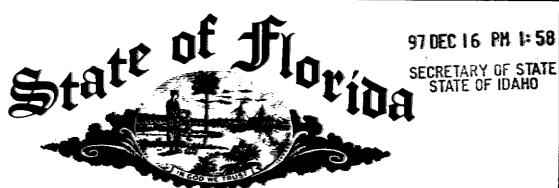
Barry Brooks

Non-Voting

Director

c/o Paul Hastings Janofsy & Walke

399 Park Avenue, 31st Floor New York, New York 10022



Department of State

I certify from the records of this office that LONG DISTANCE INTERNATIONAL INC. is a corporation organized under the laws of the State of Florida, filed on May 25, 1993.

The document number of this corporation is P93000037385.

I further certify that said corporation has paid all fees and penalties due this office through December 31, 1997, that its most recent annual report was filed on April 8, 1997, and its status is active.

I further certify that said corporation has not filed Articles of Dissolution.

Given under my hand and the Great Seal of the State of Florida at Tallahassee, the Capitol, this the Second day of December, 1997

CR2EO22 (2-95)

Sandra B. Mortham Secretary of State