State of Idaho

Office of the Secretary of State

CERTIFICATE OF AUTHORITY

OF

USA DIGITAL COMMUNICATIONS, INC.

File Number C 136486

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.

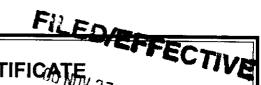
ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: November 27, 2000



Pet M Centruse SECRETARY OF STATE

By Sally Lloy





APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit) All 8: 54

(Instructions on Back of Application)

STATE OF	OF STATE
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The name of the corporation is <u>USA</u>	<u>Digital Communicat</u>	ions, Inc.
The name which it shall use in Idaho	is	
It is incorporated under the laws of _	Nevada	
Its date of incorporation is May		
The address of its principal office is	1603 SE 19th Str	eet, Suite 120, Edmond, OK 73013
The address to which correspondence	e should be addressed, if	different from item 5, is
		N. Curtis, Boise, Idaho, 83706 address is Business Filings
, aa to togist	orou agont in launo at that	Incorporated.
The names and respective business a	addresses of its directors a	and officers are:
Name	Office	Address
Mark J. Costello	President	1603 SE 19th Street, Suite 120 Edmond, OK 73013-6621 1603 SE 19th Street, Suite 120
Mark J. Costello	President	1603 SE 19th Street, Suite 120 Edmond, OK 73013-6621 1603 SE 19th Street, Suite 120 Edmond, OK 73013-6621
Mark J. Costello Richard E. Costello	President Vice Pres./Sec'y	1603 SE 19th Street, Suite 120 Edmond, OK 73013-6621 1603 SE 19th Street, Suite 120 Edmond, OK 73013-6621 1603 SE 19th street, Suite 120 Edmond, OK 73013-6621
Mark J. Costello Richard E. Costello	President Vice Pres./Sec'y	1603 SE 19th Street, Suite 120 Edmond, OK 73013-6621 1603 SE 19th Street, Suite 120 Edmond, OK 73013-6621 1603 SE 19th street, Suite 120 Edmond, OK 73013-6621
Mark J. Costello Richard E. Costello Anthony T. Catania	President Vice Pres./Sec'y	1603 SE 19th Street, Suite 120 Edmond, OK 73013-6621 1603 SE 19th Street, Suite 120 Edmond, OK 73013-6621 1603 SE 19th street, Suite 120 Edmond, OK 73013-6621
Mark J. Costello Richard E. Costello Anthony T. Catania Dated: 11/16/2000	President Vice Pres./Sec'y Treasurer	1603 SE 19th Street, Suite 120 Edmond, OK 73013-6621 1603 SE 19th Street, Suite 120 Edmond, OK 73013-6621 1603 SE 19th street, Suite 120 Edmond, OK 73013-6621 Customer Acct #:
Richard E. Costello	President Vice Pres./Sec'y Treasurer ions, Inc.	1603 SE 19th Street, Suite 120 Edmond, OK 73013-6621 1603 SE 19th Street, Suite 120 Edmond, OK 73013-6621 1603 SE 19th street, Suite 120 Edmond, OK 73013-6621 Customer Acct #:

(specify capacity of signer)

C 136486



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **USA DIGITAL COMMUNICATIONS, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since May 27, 1998, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on September 15, 2000.

Secretary of State

Ву

Certification Clerk

