

State of Idaho

Office of the Secretary of State

**CERTIFICATE OF AUTHORITY
OF
ACT TELECOM, INC.**

File Number C 142641

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: February 19, 2002



Pete T. Cenarrusa
SECRETARY OF STATE

By *Monica Okelberry*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

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STATE OF IDAHO

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

- The name of the corporation is: ACT Telecom, Inc.
- The name which it shall use in Idaho is: ACT Telecom, Inc.
- It is incorporated under the laws of: Nevada
- Its date of incorporation is: December 12, 2001
- The address of its principal office is: 19 Briar Hollow Lane, Suite 235, Houston, TX 77027
- The address to which correspondence should be addressed, if different from item 5, is:
- The street address of its registered office in Idaho is: 1423 Tyrell Lane, Boise, Idaho 83706
_____, and its registered agent in Idaho at that address is: National Registered Agents, Inc.
- The names and respective business addresses of its directors and officers are:

Name	Office	Address
<u>Robert F. Strange, Jr.</u>	<u>President</u>	<u>19 Briar Hollow Lane, #235, Houston, TX</u>
<u>Sandra Roach Godfrey</u>	<u>Secretary</u>	<u>19 Briar Hollow Lane, #235, Houston, TX</u>
<u>Letitia D. Taitte</u>	<u>Treasurer</u>	<u>same as above</u>
<u>Robert F. Strange, Jr.</u>	<u>Director</u>	<u>same as above</u>
_____	_____	_____
_____	_____	_____

Dated: 2/12/02

Signature: [Handwritten Signature]

Typed Name: Robert F. Strange, Jr.

Capacity: President

Customer Acct # : _____
(if using pre-paid account)

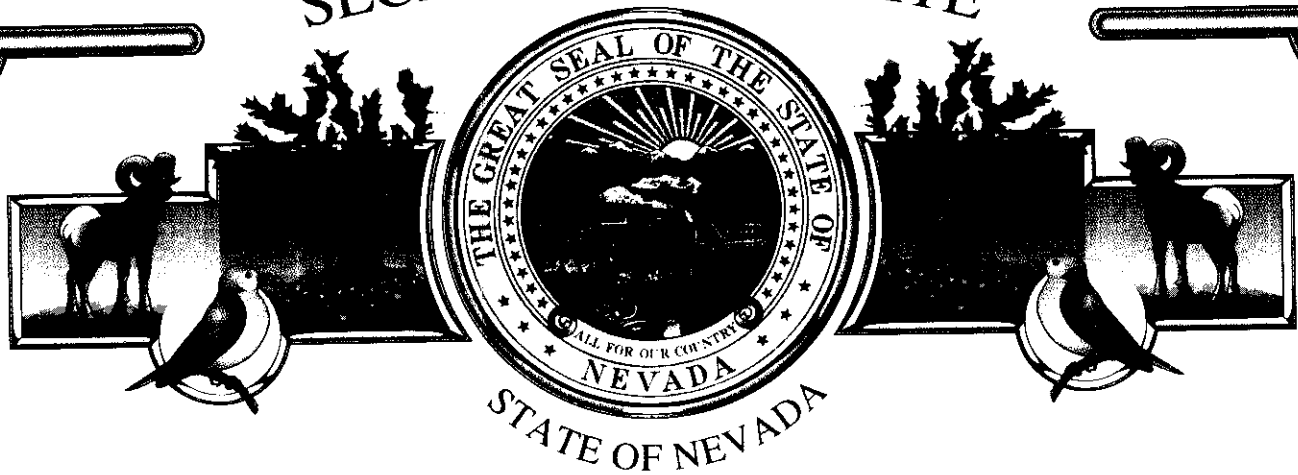
Secretary of State use only

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IDAHO SECRETARY OF STATE
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SECRETARY OF STATE



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, **ACT TELECOM, 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 December 12, 2001, 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 January 29, 2002.



Dean Heller

DEAN HELLER
Secretary of State

By

Acqueline Wray

Certification Clerk