

State of Idaho

Office of the Secretary of State

CERTIFICATE OF REGISTRATION
OF
QWEST N. LIMITED PARTNERSHIP
File Number **L4263**

I Pete T. Cenarrusa, Secretary of State of the State of Idaho, hereby certify that an Application for Registration, duly executed pursuant to the provisions of the Idaho Limited Partnership 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 Registration to transact business in this State and attach hereto a duplicate of the Application for Registration.

Dated: December 22, 1999



Pete T. Cenarrusa
SECRETARY OF STATE

By *Mamada Lewis*

APPLICATION FOR REGISTRATION OF **FILED** FOREIGN LIMITED PARTNERSHIP

(Instructions on back of application) DEC 22 11 19 AM '99

To the Secretary of State of Idaho:

Pursuant to the Chapter 2, Title 53, Idaho Code, the undersigned Limited Partnership hereby applies for registration to transact business in Idaho, and for that purpose submits the following statement:

1. The name of the limited partnership is Qwest N. Limited Partnership

2. The name which it shall use in Idaho is Qwest N. Limited Partnership

3. It was organized under the laws of Delaware on 12/31/1998
(state of organization) (date)

4. The address of its registered or principal office in the state or country under the laws of which it is organized is 1209 Orange St. Wilmington DE 19801

5. The name and street address of its proposed registered agent in Idaho are CT Corporation System
c/o CT Corporation System, 300 North 6th Street, Boise, Idaho 83702

6. The address at which a list of the names, addresses and contributions of the limited partners is kept is:
555 17th Street, Denver, CO 80202

(The limited partnership agrees to keep the list until its registration is cancelled or withdrawn.)

7. The name and business address of each general partner are:

Name	Address
<u>LCI International Telecom Corp., c/o Qwest</u>	<u>555 17th Street, Denver, CO 80202</u>
_____	_____
_____	_____
_____	_____

Dated Nov 30, 19 99

By [Signature]
A General Partner

IDAHO SECRETARY OF STATE

Secretary of State use only
12/22/1999 09:00
CK: 80076 CT: 20160 BH: 275600

1 @ 100.00 = 100.00 REG FOR LP # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

L4263

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "QWEST N. LIMITED PARTNERSHIP" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTIETH DAY OF DECEMBER, A.D. 1999.

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



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0153012

DATE: 12-20-99