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State of Idaho

Department of State

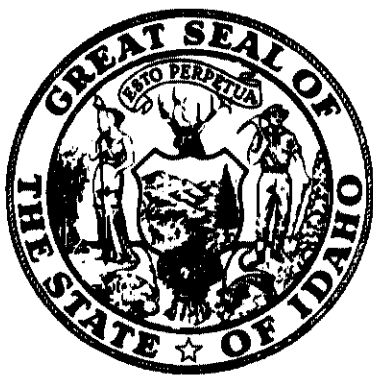
CERTIFICATE OF AUTHORITY OF

AMERICAN TELECOMMUNICATIONS SERVICES INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of AMERICAN TELECOMMUNICATIONS SERVICES 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 AMERICAN TELECOMMUNICATIONS SERVICES INC. to transact business in this State under the name ATS 42 INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated July 23, 1991



Pete T. Cenarrusa
SECRETARY OF STATE

Elizabeth M. Rabala
Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

JUL 22 11 41 AM '91
SECRETARY OF STATE

1. The name of the corporation is AMERICAN TELECOMMUNICATIONS SERVICES INC.

✓ 2. The name which it shall use in Idaho is ATS 42 INC.

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of District of Columbia

4. The date of its incorporation is October 11, 1990 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 555 New Jersey Avenue, N.W., Washington, DC, 20001

✓ 6. The address to which correspondence should be addressed, if different from that in item 5. _____

7. The street address of its proposed registered office in Idaho is 702 West Idaho, 6th Floor
Boise, ID 83702, and the name of its proposed registered agent in Idaho at that address is Corporation Service Company

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
Provide quality long distance services to individuals and businesses

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Terrence R. McAuliffe</u>	<u>Director</u>	<u>616 A St., S.E., Washington, DC, 20003</u>
<u>John Raffaelii</u>	<u>President</u>	<u>1341 G. St., N.W., Washington, DC, 20005</u>
<u>Alexander Zakreski</u>	<u>Vice-President</u>	<u>1341 G. St., N.W., Washington, DC, 20005</u>
<u>Alexander Zakreski</u>	<u>Secretary</u>	<u>1341 G. St., N.W., Washington, DC, 20005</u>
_____	_____	_____
_____	_____	_____

(continued on reverse)

GOVERNMENT OF THE DISTRICT OF COLUMBIA

**DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS
BUSINESS REGULATION ADMINISTRATION**



**JUL 12 8 42 AM '91
SECRETARY OF STATE**

C E R T I F I C A T E

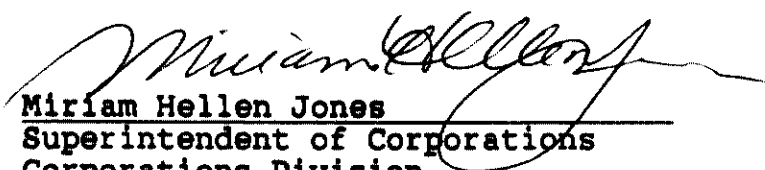
THIS IS TO CERTIFY that there were received and accepted for record in the Department of Consumer and Regulatory Affairs, Corporations Division, on the 11th day of October, 1990, Articles of Incorporation of
AMERICAN TELECOMMUNICATIONS SERVICES INC.

WE FURTHER CERTIFY that the above named corporation is in Good Standing and is duly incorporated and existing according to the records of the Corporations Division, having filed all annual reports as required by the District of Columbia Business Corporation Act.

IN TESTIMONY WHEREOF I have hereunto set my hand and caused the seal of this office to be affixed this 10th day of July 1991 .

**Aubrey H. Edwards
Acting Director**

**Paul E. Waters
Acting Administrator
Business Regulation Administration**


**Miriam Hellen Jones
Superintendent of Corporations
Corporations Division**

**Sharon Pratt Dixon
Mayor**

We, the Board of Directors of AMERICAN TELECOMMUNICATIONS SERVICES INC., do hereby adopt the assumed name of ATS 42 INC. to be used for the qualification of this corporation with the Secretary of State of Idaho.

APR 12 1981
SECRETARY OF STATE

By: John D. Raffaelli
Pres.