

State of Idaho

Office of the Secretary of State

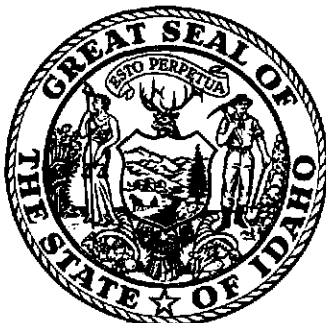
**CERTIFICATE OF AUTHORITY
OF
EMBARQ MANAGEMENT COMPANY**

File Number C 202720

I, BEN YSURSA, 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: July 14, 2014



Ben Yursa

SECRETARY OF STATE

By

[Signature]



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2014 JUL 14 PM 2: 17

SECRETARY OF STATE
STATE OF IDAHO

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

1. The name of the corporation is:

Embarq Management Company

2. The name which it shall use in Idaho is: _____

3. It is incorporated under the laws of: Delaware

4. Its date of incorporation is: 06/02/2005

5. The address of its principal office is:

100 CenturyLink Drive, Monroe, LA 71203

6. The address to which correspondence should be addressed, if different from item 5, is:

7. The street address of its registered office in Idaho is: 921 S Orchard Street, Suite G, Boise, Idaho 83705

and its registered agent in Idaho at that address is: CT Corporation System

8. The names and respective business addresses of its directors and officers are: **SEE ATTACHMENT**

Name	Title	Business Address
<u>Glen F. Post</u>	<u>Chief Executive</u>	<u>100 CenturyLink Drive, Monroe LA 71203</u>
<u>Karen A. Puckett</u>	<u>Executive Vice P</u>	<u>100 CenturyLink Drive, Monroe LA 71203</u>
<u>R. Stewart Ewing</u>	<u>Executive Vice P</u>	<u>100 CenturyLink Drive, Monroe LA 71203</u>
<u>Stacey W. Goff</u>	<u>Executive Vice P</u>	<u>100 CenturyLink Drive, Monroe LA 71203</u>
<u>Maxine Moreau</u>	<u>Executive Vice P</u>	<u>100 CenturyLink Drive, Monroe, LA 71203</u>
<u>William E. Cheek</u>	<u>President - Whol</u>	<u>100 CenturyLink Drive, Monroe, LA 71203</u>

Dated: 7/7/14

Signature: Kay Buchart

Typed Name: Kay Buchart

Capacity: Secretary

[The signer must be a director or an officer of the corporation.]

Customer Acct #:

(if using pre-paid account)

Secretary of State use only

IDAHO SECRETARY OF STATE

07/14/2014 05:00

CK: PREPAID CT: 278665 BH: 1433115

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Revised 09/2005

Web Form

C 202720

1	Full Name:	David D. Cole
	Officer/Director:	Officer
	Officer's Title:	Executive Vice President - Controller and Operations Support
	Business Address:	100 CenturyLink Drive
	City:	Monroe
	State:	LA
	ZIP Code:	71203
2	Full Name:	R. Steven Davis
	Officer/Director:	Officer
	Officer's Title:	Executive Vice President of Public Policy and Government Relations
	Business Address:	1801 California Street 10th Floor
	City:	Denver
	State:	CO
	ZIP Code:	80202
3	Full Name:	Girish Varma
	Officer/Director:	Officer
	Officer's Title:	Executive Vice President - IT Services
	Business Address:	1801 California Street
	City:	Denver
	State:	CO
	ZIP Code:	80202
4	Full Name:	Glynn E Williams
	Officer/Director:	Officer
	Officer's Title:	Vice President and Treasurer
	Business Address:	100 CenturyLink Drive
	City:	Monroe
	State:	LA
	ZIP Code:	71203
5	Full Name:	Jonathan Robinson
	Officer/Director:	Officer
	Officer's Title:	Vice President
	Business Address:	

	City:	
	State:	
	ZIP Code:	
6	Full Name:	Kay C. Buchart
	Officer/Director:	Officer
	Officer's Title:	Secretary
	Business Address:	100 CenturyLink Dr
	City:	Monroe
	State:	LA
	ZIP Code:	71203
7	Full Name:	Stacey W. Goff
	Officer/Director:	Director
	Officer's Title:	
	Business Address:	100 CenturyLink Drive
	City:	Monroe
	State:	LA
	ZIP Code:	71203
8	Full Name:	R. Stewart Ewing
	Officer/Director:	Director
	Officer's Title:	
	Business Address:	100 CenturyLink Drive
	City:	Monroe
	State:	LA
	ZIP Code:	71203

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EMBARQ MANAGEMENT COMPANY" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTH DAY OF JULY, A.D. 2014.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1513245

DATE: 07-07-14