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State of Idaho

Department of State

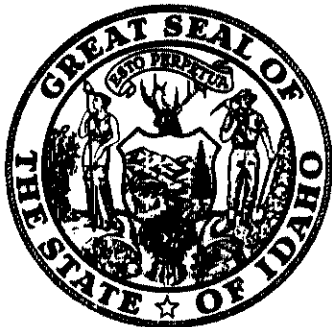
CERTIFICATE OF AUTHORITY OF

QUEST TELECOMMUNICATIONS, INC.

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

Dated: March 21, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Anna Sipe*

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

RECEIVED
SEC. OF STATE

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:

- 94 MAR 21 AM 8 41
1. The name of the corporation is Quest Telecommunications, Inc.
 2. The name which it shall use in Idaho is Quest Telecommunications, 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 Delaware
 4. The date of its incorporation is May 16, 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 32 Lookerman Square, Suite L-100 Dover, Delaware 19901
 6. The address to which correspondence should be addressed, if different from that in item 5. 100 Hartsfield Centre Pkwy, Suite 400 Atlanta, GA 30354
 7. The street address of its proposed registered office in Idaho is One Capital Center, 877 Main Street, Boise, Idaho 83702-5858, and the name of its proposed registered agent in Idaho at that address is The Prentice-Hall Corporation System, Inc.
 8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are: To transact any and all lawful business which a corporation may be permitted under the laws of the state of Idaho.

(Continued on reverse)

Submit application and certificate of status to:

Office of the Secretary of State
Division of Corporations
Statehouse, Room 203
Boise, Idaho 83720

Secretary of State use only

IDAHO SECRETARY OF STATE
19940321 0900 64523 2
CK #: 1412 CUST# 32643
CORP 1# 100.00= 100.00

Office of the Secretary of State

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SEC. OF STATE

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I, WILLIAM T. QUILLEN, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY "QUEST TELECOMMUNICATIONS, INC." 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 TWENTY-FIFTH DAY OF FEBRUARY, A.D. 1994.



William T. Quillen

William T. Quillen, Secretary of State

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AUTHENTICATION: 7039689

DATE: 02-25-94