

# State of Idaho

## Department of State

### CERTIFICATE OF AUTHORITY OF

#### TELEWORLD ONE COMMUNICATIONS CORPORATION

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

Dated: December 7, 1992



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *[Signature]*

# 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:

1. The name of the corporation is Teleworld One Communications Corporation

2. The name which it shall use in Idaho is Same

(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 Michigan

4. The date of its incorporation is July 2, 1992 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 21819 W. 9 Mile Rd., Suite 100, Southfield, MI 48075

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

7. The street address of its proposed registered office in Idaho is c/o The Prentice-Hall Corporation System, Inc., 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 proposes to pursue in the transaction of business in Idaho are: Reseller of Long Distance Phone Service.

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

Name	Office	Address
<u>Kenneth Johnson</u>	<u>President</u>	<u>21819 W. 9 Mile Rd., Suite 100 Southfield, MI 48075</u>
<u>Thomas Corrigan</u>	<u>Vice President</u>	<u>Same</u>

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(continued on reverse)

Name	Office	Address

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: October 28, 1992

Teleworld One Communications Corporation  
(Corporation Name)

By [Signature]  
Its President XXXXXXXXXXXXXXXXXXXX  
and [Signature]  
Its Secretary XXXXXXXXXXXXXXXXXXXX  
Vice President

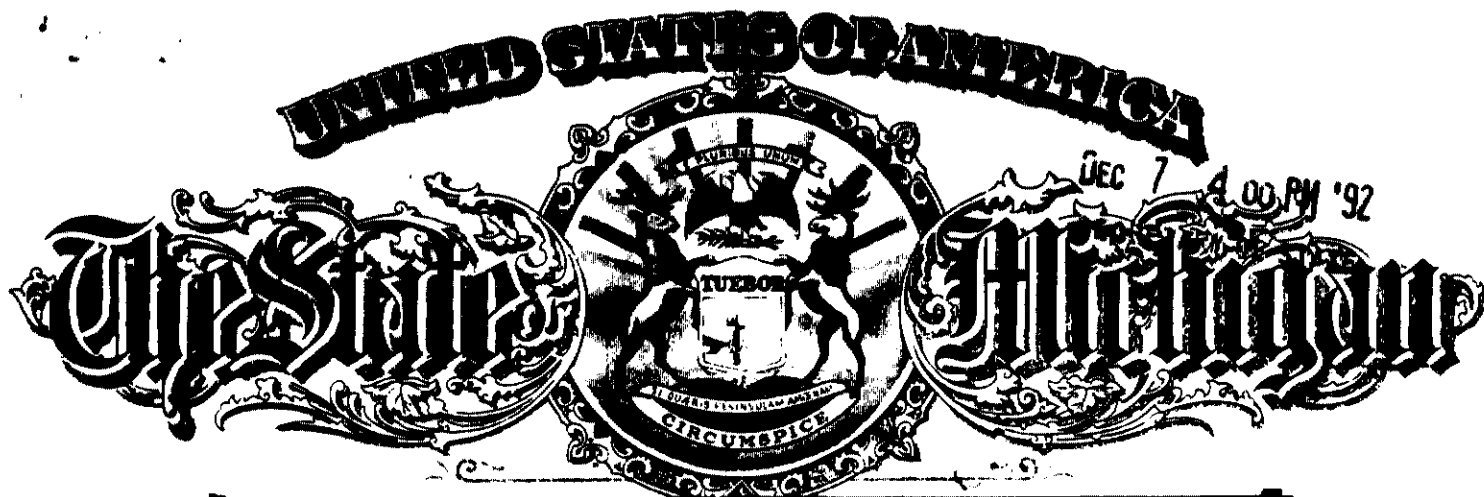
STATE OF Michigan )  
COUNTY OF Oakland ) ss:

I, Marcia Mallone, a notary public, do hereby certify that on  
this 28th day of October, 19 92, personally appeared before  
me Kenneth Johnson, who being by me first duly sworn, declared that (s)he  
is the President of Teleworld One Communications Corp.

that (s)he signed the foregoing document as President of the corporation and that  
the statements therein contained are true.

MARCIA L. MALLONE  
Notary Public, Wayne County, MI  
My Commission Expires Nov. 9, 1994  
acting in Oakland

[Signature]  
Notary Public



Michigan Department of Commerce

Lansing, Michigan

*This is to Certify That*

TELEWORLD ONE COMMUNICATIONS CORPORATION, A PROFIT CORPORATION

*was validly incorporated on JULY 2ND, 1992, as a Michigan corporation, and said corporation is validly in existence under the laws of this State.*

*This certificate is issued to attest to the fact that the corporation is in good standing in this office as of this date and is duly authorized to transact business or conduct affairs in Michigan and for no other purpose. It is in the usual form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.*

*In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 22ND day of OCTOBER, 19 92*

*Carl L. Jones* Director