

State of Idaho

Department of State

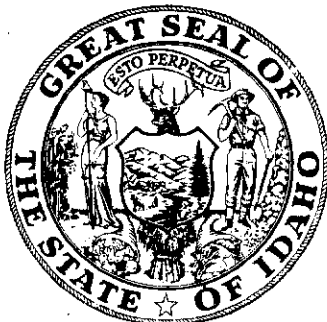
CERTIFICATE OF AUTHORITY
OF

CTC COMMUNICATIONS CORP.
File number C 121241

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

Dated: October 16, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By

Andy Clark

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

To the Secretary of State of Idaho:

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

- The name of the corporation is CTC Communications Corp.
- The name which it shall use in Idaho is CTC Communications Corp.
- It is incorporated under the laws of Massachusetts
- Its date of incorporation is 10/3/81
- The address of its principal office is 360 Second Ave, Waltham MA 02154
- The address to which correspondence should be addressed, if different from item 5, is _____
- The street address of its registered office in Idaho is 2309 Mountain View Drive Boise ID 83704, and its registered agent in Idaho at that address is Jack W. Peterson
- The names and respective business addresses of its directors and officers are:

Name	Office	Address
Robert J. Fabricatore	CEO/Director	360 Second Ave, Waltham MA 02154
David E. Mahan	VP	"
Steven P. Milhan	President	"
John D. P. Henger	Treasurer	"
Philip J. Richer	Director	"
Richard J. Santagata	Director	"
J. Richard Muephry	Director	"
Henry Hermann	Director	"

Dated: 9/24/97

CTC Communications Corp.
(Corporation name)

By [Signature]

Its Treasurer
(specify capacity of signer)

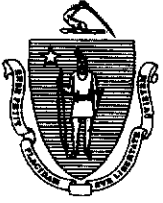
Customer Acct #: _____
IDAHO SECRETARY OF STATE
(if using pre-paid account)

16/16/1997 09:00
CK: 180 ET: 13585 BR: 47474

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C 121241

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The Commonwealth of Massachusetts

97 OCT 16 PM 2:57

SECRETARY OF THE STATE
STATE OF IDAHO

Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

97 AUG -6 11:11

STATE OF IDAHO

William Francis Galvin
Secretary of the
Commonwealth

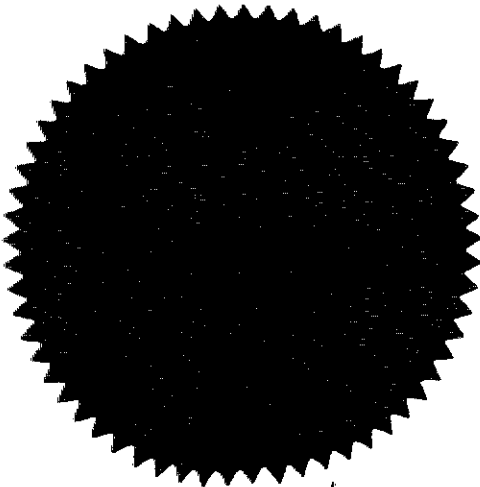
August 4, 1997

TO WHOM IT MAY CONCERN:

I hereby certify that according to the records in this office, Computer Telephone Corp. was incorporated under the General Laws of this Commonwealth on June 3, 1981.

I also certify that in Articles of Amendment filed here September 30, 1996, the name of said corporation was changed to CTC Communications Corp.

I further certify that so far as appears of record here, said corporation still has legal existence.



In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

*MGL Chapter 156B S83A provides that certain consolidations and mergers may be filed with the Division within thirty days after the effective date of the merger or consolidation.