

State of Idaho

Department of State

AMENDED CERTIFICATE OF AUTHORITY OF

CENCALL, INC.
File Number C 101198

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of CENCALL, INC. for an Amended 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 Amended Certificate of Authority to ONECOMM CORPORATION, N.A. to transact business in this State under the name ONECOMM CORPORATION, N.A. and attach hereto a duplicate original of the Application for such Amended Certificate.

Dated: August 15, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By

Shirley J. Clark

APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho:

Pursuant to Section 30-1-118, *Idaho Code*, the undersigned Corporation hereby applies for an amended certificate of authority to transact business in the State of Idaho and for that purpose submits the following statement.

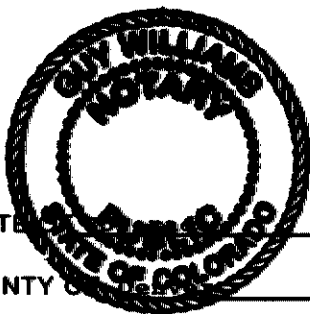
1. A Certificate of Authority was issued to the corporation by your office on February 24
19 93, authorizing it to transact business in the State of Idaho under the name of CenCall, Inc.
2. Its corporate name has been changed to OneComm Corporation, N.A.
(Note: If the corporation name has not been changed, insert "No change.")
3. The name which it shall use hereafter in the State of Idaho is _____

It desires to pursue in the transaction of business in the State of Idaho purposes other than or in addition to those set forth in its prior application for certificate of authority, as follows:

No Change

(Note: If no additional changes are proposed, insert "No change.")

Dated June 22, 1994



STATE _____)
COUNTY _____) ss:

OneComm Corporation, N.A.

(Corporation Name)

By Michael R. Carper
Its President/Vice President (please specify)
Michael, R. Carper

And Louise M. Pickford
Its Secretary/Assistant Secretary (please specify)
Louise M. Pickford

I, Guy Williams, a notary public, do hereby certify that on
this 22nd day of June, 19 94, personally appeared before
me Michael R. Carper, who being by me first duly sworn, declared that (s)he
is the Vice President of OneComm Corporation, N.A.

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

Guy Williams
Notary Public

Submit application and filing fee to:

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

My Commission Expires
Jan. 25, 1997

Secretary of State use only

IDAH0 SECRETARY OF STATE
19940815 0900 20922 2
CX #: 12882 CUST# 5835
CORP
1@ 30.00= 30.00

State of Delaware

Office of the Secretary of State

I, WILLIAM T. QUILLEN, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "CENCALL, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "ONECOMM CORPORATION, N.A.", THE THIRTEENTH DAY OF JUNE, A.D. 1994, AT 4:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

RECEIVED
SEC. OF STATE
94 AUG 15 AM 10 52



William T. Quillen

William T. Quillen, Secretary of State

2196427 8320

944120613

AUTHENTICATION: 7167641

DATE: 06-30-94