

State of Idaho

Department of State

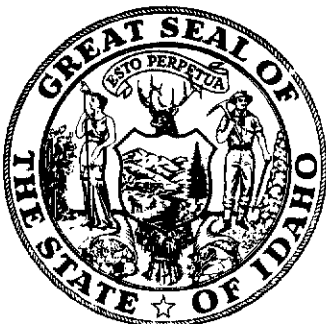
CERTIFICATE OF AUTHORITY OF

AMERITECH INFORMATION SYSTEMS, INC.
File number C 110164

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

Dated: April 10, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *Cara Siebel*

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

APR 10 10 29 AM '95

To the Secretary of State of Idaho

SECRETARY OF STATE

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 AMERITECH INFORMATION SYSTEMS, INC.
2. The name which it shall use in Idaho is AMERITECH INFORMATION SYSTEMS, 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 October 17, 1983 and the period of its duration, if other than perpetual, is _____
5. The address of its principal office in the state or country under the laws of which it is incorporated is 1209 Orange Street, Wilmington, Delaware 19801
6. The address to which correspondence should be addressed, if different than item 5, is _____
7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is C T CORPORATION SYSTEM
8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:
To engage in any lawful act or activity for which corporations may
be organized.

(Continued on reverse)

Submit applications 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
19950410 0900 78950 3
CK #: 68115 CUST#: 21069
CORP
1@ 100.00= 100.00
CORP 1@ 20.00= 20.00

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

Name	Office	Address
Jack E. Reich	President	225 W. Randolph, Chicago, IL 60606
M. Lee Graft	Vice President and Secretary	225 W. Randolph, Chicago, IL 60606
Ethel Muhammad	Treasurer	225 W. Randolph, Chicago, IL 60606
Robert Grisham	Assistant Treasurer	225 W. Randolph, Chicago, IL 60606
Betsy Friedlander	Assistant Secretary	225 W. Randolph, Chicago, IL 60606
Bruce B. Howat	Assistant Secretary	30 S. Wacker, Chicago, IL 60606

The company is a close corporation managed by its sole stockholder, Ameritech Corporation, in lieu of a board of directors.

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, dated within 90 days, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: March 31, 1995

AMERITECH INFORMATION SYSTEMS, INC.

(Corporation name)

By

M. Lee Graft

its President/Vice President (please specify)

and

Bruce B. Howat

its Secretary/Assistant Secretary (please specify)

STATE OF Illinois)

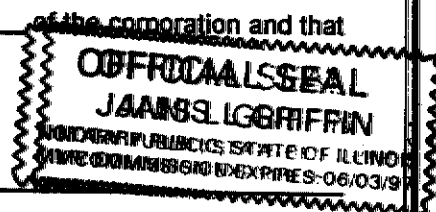
COUNTY OF Cook) ss:

I, *Janis L. Griffin*

this 31st day of March, 19 95, personally appeared before me M. Lee Graft, who being by me first duly sworn, declared that (s)he is the Vice President of Ameritech Information Systems, Inc.

that ~~he~~ she signed the foregoing documents as Vice President of the corporation and that the statements therein contained are true.

Janis L. Griffin
Notary Public



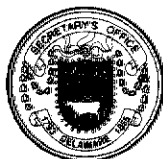
Office of the Secretary of State

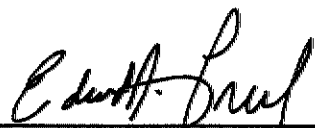
APR 10 10 29 AM '95

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AMERITECH INFORMATION SYSTEMS, 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 THIRTEENTH DAY OF MARCH, A.D. 1995.

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

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




Edward J. Freel, Secretary of State

2019422 8300

AUTHENTICATION:

7435357

950054161

DATE:

03-13-95