

State of Idaho

Office of the Secretary of State

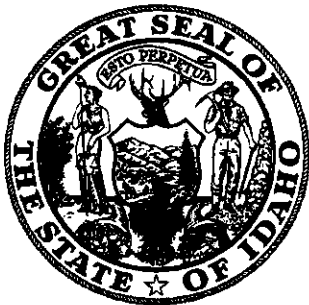
CERTIFICATE OF AUTHORITY
OF
POINTONE TELECOMMUNICATIONS, INC.

File Number C 136238

I PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: November 6, 2000



Pete T. Cenarrusa
SECRETARY OF STATE

By *Monica Okelberry*

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 PointOne Telecommunications, Inc.
- The name which it shall use in Idaho is _____
- It is incorporated under the laws of Delaware
- Its date of incorporation is 4/1/98
- The address of its principal office is 6801 N. Capital of Texas Highway Building 2, Suite 100 Austin, TX 78731
- The address to which correspondence should be addressed, if different from item 5, is 6455 East Johns Crossing, Suite 285, Duluth, GA 30097
- The street address of its registered office in Idaho is 5527 Kendall Street, Boise, Idaho 83706
_____, and its registered agent in Idaho at that address is TCS Corporate Services, Inc.
- The names and respective business addresses of its directors and officers are:

Name	Office	Address
See Attachment		
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Dated: Oct 9, 2000

PointOne Telecommunications, Inc.

(Corporation name)

By Sharon A. McCallum

Its Vice President and Chief Financial Officer

(specify capacity of signer)

Customer Acct # :

(if using pre-paid account)

Secretary of State use only
IDaho SECRETARY OF STATE

11/07/2000 09:00
CK: 101834 CT: 130190 BH: 359393

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C136238

Point One Telecommunications, Inc.

6801 N. Capital of Texas Highway Building 2, Suite 100
Austin, TX 78731
512-381-8111 (Phone)
512-381-8110 (Fax)

Delaware Corporation
Date of Incorporation: April 1, 1998
Federal ID #: 74-2874816
Year End: 12/31

Officers

Paget Alves	President/ CEO
Sharon McCollum	Secretary/ Treasurer

Directors

Mory Ejabat
Ron Harden
Mike Holloway
Paget Alves
Jim Kazlowski
Colin Raymond
Frank Sica
Chris Michalick
Harvey Ring
Bob Annuziata
Richard Sorenson

State of Delaware
Office of the Secretary of State

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STATE OF DELAWARE


I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "POINTONE 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-SIXTH DAY OF OCTOBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "POINTONE TELECOMMUNICATIONS, INC." WAS INCORPORATED ON THE FIRST DAY OF APRIL, A.D. 1998.

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

2877641 8300

AUTHENTICATION: 0758688

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DATE: 10-26-00