

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

BUTLER TELECOM, INC.

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

Dated August 26, 1991



Pete T. Cenarrusa
SECRETARY OF STATE

Elizabeth W. Zaval
Corporation Clerk

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

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1. The name of the corporation is Butler Telecom, Inc. 91 AUG 26 AM 8 47

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 Delaware

4. The date of its incorporation is 3/8/82 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 c/o United States Corporation 32 Lookerman Sq. Suite 2700 Dover, Del.

6. The address to which correspondence should be addressed, if different from that in item 5. 19901
110 Summit Ave. Montvale, N.J. 07645

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 CT CORPORATION SYSTEM

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
Contract technical services, telecommunications services, and other related services.

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

Name	Office	Address
<u>See Attached</u>		

(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: 6/28/91

Butler Telecom Inc
(Corporation Name)

By [Signature]
Its President / Vice President (please specify)

and [Signature]
Its Secretary / Assistant Secretary (please specify)

STATE OF New Jersey)
COUNTY OF Bergen) ss:

I, LINDA E. MERTZ, a notary public, do hereby certify that on

this 28 day of June, 19 91, personally appeared before

me Richard S. Paras, who being by me first duly sworn, declared that (s)he

is the ASSIST Secretary of

Butler Telecom Inc.

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

Linda E. Mertz
Notary Public

LINDA E. MERTZ
NOTARY PUBLIC OF NEW JERSEY
BY COMMISSION EXPIRES MARCH 14, 2005

BUTLER TELECOM, INC.

DIRECTORS

Marc D. Freedman
110 Summit Avenue
Montvale, New Jersey 07645

Edward M. Kopko
110 Summit Avenue
Montvale, New Jersey 07645

Gary P. McGuire
110 Summit Avenue
Montvale, New Jersey 07645

Nick W. Nagaswami
110 Summit Avenue
Montvale, NJ 07645

BUTLER TELECOM, INC.

Edward M. Kopko	Chief Executive Officer
Gary P. McGuire	President
Marc D. Freedman	Sr. Vice President, General Counsel & Secretary
Richard W. Savona	Vice President Recruiting Field Support
Bruce W. Astrom	Sr. Vice President-Eastern Region
Michael C. Hellriegel	Vice President, Controller, Assistant Secretary
Susan Mautz	Assistant Controller
Richard S. Paras	Assistant Secretary

State of Delaware



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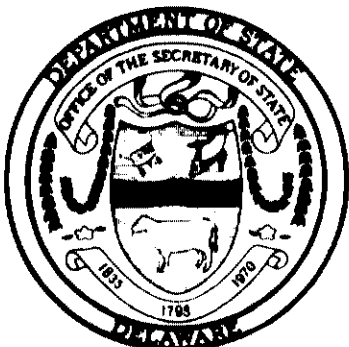
Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY BUTLER TELECOM, 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 DATE SHOWN BELOW.

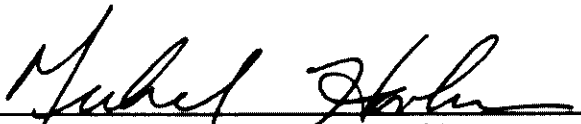
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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

* * * * *



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Michael Harkins, Secretary of State

*3149083

AUTHENTICATION:

DATE:

08/21/1991