

State of Idaho

Office of the Secretary of State

CERTIFICATE OF AUTHORITY
OF

ARRIVAL COMMUNICATIONS, INC.
File number C 131291

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority to transact business in this State, duly executed 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 transact business in this State attach hereto a duplicate of the Application for such Certificate.

Dated: November 24, 1999



Pete T. Cenarrusa
SECRETARY OF STATE

By *Kerri Krosch*

FILED

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

Nov 24 1 38 PM '99

To the Secretary of State of Idaho:

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

SECRETARY OF STATE

- The name of the corporation is Arrival Communications, Inc.
- The name which it shall use in Idaho is Arrival Communications, Inc.
- It is incorporated under the laws of Delaware
- Its date of incorporation is May 18, 1999
- The address of its principal office is c/o National Registered Agents, Inc.
9 East Loockerman Street, Dover, DE 19901
- The address to which correspondence should be addressed, if different from item 5, is _____
c/o Warren T. Heffelfinger, 1230 42nd Avenue, San Francisco, CA 94122
- The street address of its registered office in Idaho is 1401 Shoreline Drive
Boise, ID 83702 Corporation Service Company
_____, and its registered agent in Idaho at that address is _____

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

Name	Office	Address
<u>See attached officers/directors rider</u>		

Dated: November 17, 1999

Arrival Communications, Inc.

(Corporation name)
[Signature]

By Warren T. Heffelfinger

Its Assistant Secretary
(specify capacity of signer)

Customer Acct # :

(if using pre-paid account)

EDMUND SECRETARY OF STATE

11/24/1999 09:00
CX: 105229 CT: 16050 DI: 260064

1 @ 100.00 = 100.00 AUTH PRO # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

C131291

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OFFICERS/DIRECTORS RIDER

ID-Application for Certificate of Authority

Arrival Communications, Inc.

List of Officers

Name: David R. Riordan **Title:** President, COO and Secretary
Bus. Addr.: 1230 42nd Avenue, San Francisco, CA 94122

Name: Warren T. Heffelfinger **Title:** CEO and Treasurer
Bus. Addr.: 1230 42nd Avenue, San Francisco, CA 94122

List of Directors

Name: Warren T. Heffelfinger **Term:** Nov 01, 2000
Bus. Addr.: 1230 42nd Avenue, San Francisco, CA 94122

Name: David R. Riordan **Term:** Nov 01, 2000
Bus. Addr.: 1230 42nd Avenue, San Francisco, CA 94122

Name: Brandon Nixon **Term:** Nov 01, 2000
Bus. Addr.: 1230 42nd Avenue, San Francisco, CA 94122

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ARRIVAL COMMUNICATIONS, 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 EIGHTEENTH DAY OF NOVEMBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0091544

DATE: 11-18-99