

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

AMERICAN NETWORK EXCHANGE, INC.

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

Dated: December 23, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

Jonya Coulson

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:

1. The name of the corporation is American Network Exchange (AMNEX)

2. The name which it shall use in Idaho is American Network Exchange (AMNEX)

(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 Nov. 22, 1989 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 United Corporate Services, Inc., 15 East North St., Dover, DE

6. The address to which correspondence should be addressed, if different from that in item 5. 19901
5 High Ridge Park, Stamford, CT 06905

7. The street address of its proposed registered office in Idaho is 2309 Mountain View Dr.
Boise, Idaho 83706, and the name of its proposed registered agent in Idaho at that address is Jake W. Peterson

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
Provide telecommunications services

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

Name	Office	Address
[See Rider-A attached hereto]		

(continued on reverse)

Name

Office

Address

12-20-91
 12:00 PM
 12-20-91

- 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: 12-20-91

American Network Exchange (AMNEX)

(Corporation Name)

By TL Du

Its ~~President~~ / Vice President (please specify)

and [Signature]

Its Secretary / ~~Assistant Secretary~~ (please specify)

STATE OF Connecticut)

COUNTY OF Fairfield) ss:

I, Barbara C. Parks, a notary public, do hereby certify that on

this 20th day of December, 19 91, personally appeared before

me Thomas Guttman and Steven J. Christ, who being by me first duly sworn, declared that (s)he

is the Vice President and Secretary ^{respectively} of American Network Exchange

(AMNEX)

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

Barbara C. Parks

Notary Public expires 8/2/93

DEC 23 9 25 AM '91
SECRETARY OF STATE

RIDER A

**OFFICERS AND DIRECTORS
OF
AMERICAN NETWORK EXCHANGE, INC.**

Steven G. Chrust
President, Chief Operating Officer, Secretary, Treasurer
and Director
100 W. Lucerne Circle
Orlando, FL 32801

Stephen R. Roberts
Vice President - Sales
100 W. Lucerne Circle
Orlando, FL 32801

Karen Robinson
Vice President - Marketing and Sales
100 W. Lucerne Circle
Orlando, FL 32801

John Talley
Vice President - Operations
100 W. Lucerne Circle
Orlando, FL 32801

Andrea Welch
Vice President - Human Resources and Administration
100 W. Lucerne Circle
Orlando, FL 32801

Carl Wolary
Vice President - Operator Services
100 W. Lucerne Circle
Orlando, FL 32801

Thomas Guttman
Vice President, Finance and Director
100 W. Lucerne Circle
Orlando, Florida 32801

David A. Lyons
Chairman of the Board
5 High Ridge Park
Stamford, CT 06905

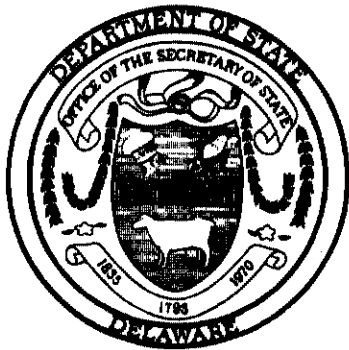


DEC 19 9 33 AM '91
SECRETARY OF STATE

Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY AMERICAN NETWORK EXCHANGE, 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.

* * * * *



701346007

Michael Harkins
Michael Harkins, Secretary of State

AUTHENTICATION: *3267836

DATE: 12/12/1991