

**ARTICLES OF INCORPORATION
OF
IDAHO COALITION FOR
TELECOMMUNICATIONS COMPETITION, INC.**

FILED/EFFECTIVE
AUG 31 3 43 PM '00
SECRETARY OF STATE
STATE

To the Secretary of State of the State of Idaho:

The undersigned, in order to form a Corporation under the provisions of Title 30, Chapter 3, Idaho Code, submits the following articles of incorporation:

Article 1. The name of the corporation shall be:

Idaho Coalition For Telecommunications Competition, Inc.

Article 2. The purpose for which the corporation is organized is to bring together a group of individuals, organizations and businesses dedicated to bringing full, fair competition and real choice to our state's telecommunication's markets: local phone, long distance, cable, wireless and high-speed Internet. We know that with competition comes benefits like lower prices, improved customer service and advanced technology which will improve the social welfare of the citizens of Idaho. With competition, everyone in our state benefits: residential and business consumers, large and small customers, urban and rural residents.

Article 3. The name and address of the registered agent shall be:

John Michael Brassey
802 West Bannock Street, Suite 900
Boise, Idaho 83702

Article 4. The board of directors shall consist of no fewer than (3) people. The names and addresses of the directors are:

John Michael Brassey
802 West Bannock Street, Suite 900
Boise, Idaho 83702

Jeremy Pisca
802 West Bannock Street, Suite 900
Boise, Idaho 83702

Bill Roden
802 West Bannock Street, Suite 900
Boise, Idaho 83702

IDAHO SECRETARY OF STATE
08/31/2000 09:00
CK: 4822 CT: 135408 DH: 345525
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Article 5. The name and address of the incorporator is:

John Michael Brassey
802 West Bannock Street, Suite 900
Boise, Idaho 83702

Article 6. The mailing address of the corporation shall be:

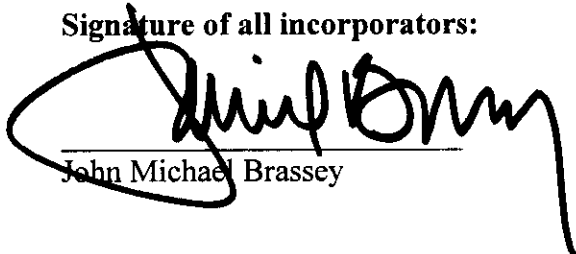
802 West Bannock Street, Suite 900
Boise, Idaho 83702

Article 7. The corporation does not have voting members.

Article 8. Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(4) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose or shall be distributed in accordance with the provisions of the Idaho Nonprofit Corporations Act, Title 30, Chapter 3, of the Idaho Code.

Article 9. No part of the net earning of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the corporation's lawful purpose. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501(c)(4) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

Signature of all incorporators:


John Michael Brassey

August 31, 2000
Date