

# State of Idaho

## Department of State

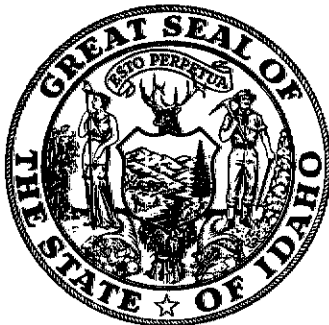
### CERTIFICATE OF AUTHORITY OF

SOUTHERN PACIFIC TELECOMMUNICATIONS COMPANY  
File number C 107584

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

Dated: September 6, 1994



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By

*[Handwritten signature]*

# APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

SEP 6 10 51 AM '94

To the Secretary of State of Idaho

SECRETARY OF STATE

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 Southern Pacific Telecommunications Company

2. The name which it shall use in Idaho is \_\_\_\_\_

(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 June 10, 1966 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 The Corporation Trust Company - 1209 Orange Street, Wilmington, Delaware 19801

6. The address to which correspondence should be addressed, if different from that in item 5. 555 17th Street, Denver, Colorado 80202

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 C T Corporation System

8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:  
The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of Idaho.

(Continued on reverse)

Submit application and certificate of status to:

Office of the Secretary of State  
Division of Corporations  
Statehouse, Room 203  
Boise, Idaho 83720

Secretary of State use only

IDAHO SECRETARY OF STATE  
19940906 0900 26106 2  
CK #: 13298 CUST# 5835  
CORP  
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9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>D. H. Hanson</u>	<u>President and Director</u>	<u>555 17th Street, Denver, Colorado 80202</u>
<u>S.E. Portas</u>	<u>Executive VP/Secretary</u>	<u>555 17th Street, Denver, Colorado 80202</u>
<u>P.R. Geddis</u>	<u>Executive VP</u>	<u>555 17th Street, Denver, Colorado 80202</u>
<u>B. Bianchino</u>	<u>Executive VP</u>	<u>555 17th Street, Denver, Colorado 80202</u>
<u>R.E. Pearce</u>	<u>Treasurer</u>	<u>555 17th Street, Denver, Colorado 80202</u>
<u>P. Cole</u>	<u>Comptroller</u>	<u>555 17th Street, Denver, Colorado 80202</u>
<u>P.F. Anschutz</u>	<u>Director</u>	<u>555 17th Street, Denver, Colorado 80202</u>
<u>D.L. Polson</u>	<u>Director</u>	<u>555 17th Street, Denver, Colorado 80202</u>

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: August 31, 1994

Southern Pacific Telecommunications Company

(Corporation Name)

By [Signature]

B. Bianchino Its President/Vice President (please specify)  
Executive Vice President

and [Signature]

S.E. Portas Its Secretary/Assistant Secretary (please specify)  
Secretary

STATE OF Colorado

)ss:

COUNTY OF Denver

I, [Signature]

a notary public, do hereby certify that on this 31st day of August, 1994, personally appeared before me B. Bianchino, who being by me first duly sworn, declared that (s)he

is the Executive Vice President of Southern Pacific Telecommunications Company

Southern Pacific Telecommunications Company

that (s)he signed the foregoing documents as the statements therein contained are true.

[Signature]

of the corporation and that

Notary Public

[Signature]  
commission expires 1/24/98

State of Delaware

## Office of the Secretary of State

SEP 6 10 51 AM '94

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SOUTHERN PACIFIC TELECOMMUNICATIONS COMPANY" 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 AUGUST, A.D. 1994.

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.



A handwritten signature in cursive script, reading "Edward J. Freel", is written over a horizontal line.

Edward J. Freel, Secretary of State

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AUTHENTICATION:

7224076

DATE:

08-26-94