

State of Idaho

Department of State

CERTIFICATE OF WITHDRAWAL OF

BSN TELECOM COMPANY

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of BSN TELECOM COMPANY for a Certificate of Withdrawal from 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 Withdrawal and attach hereto a duplicate original of the Application for such Certificate.

Dated: February 16, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By

Shirley J. Clark

APPLICATION FOR CERTIFICATE OF WITHDRAWAL

RECEIVED
SEC. OF STATE

To the Secretary of State of Idaho

Pursuant to Section 30-1-119, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Withdrawal from the State of Idaho and for that purpose submits the following statement:

- The name of the corporation is BSN Telecom Company. The name which it used in Idaho is BSN Telecom Company.
- It is incorporated under the laws of Colorado.
- It is not transacting business in the State of Idaho.
- It hereby surrenders its authority to transact business in said state.
- It revokes the authority of its registered agent in the State of Idaho to accept service of process and consents that service of process in any action, suit or proceeding based upon any cause of action arising in the State of Idaho during the time it was authorized to transact business therein may thereafter be made on it by registered or certified mail to the corporation at the address listed in item 6., below.
- The post office address to which process against the corporation may be mailed is 3 Park Central #1000, 1515 Arapahoe St. - Denver, CO 80202.
- All sums due or accrued by this corporation to the State of Idaho have been paid.
- All known creditors or claimants have been paid or provided for and the corporation is not involved in or threatened with litigation in any court in the State of Idaho.

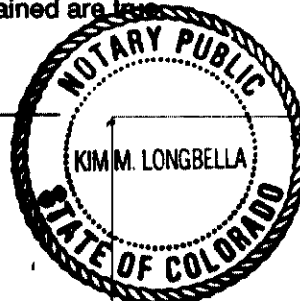
By Bruce H. Butterwick its President And Nancy M. Jordan its VP/ Secretary

STATE OF Colorado)
) ss:
COUNTY OF Denver)

I, Kim M. Longbella, a notary public, do hereby certify that on this 4th day of February, 19 93, personally appeared before me Bruce H. Butterwick & Nancy M. Jordan, who being by me first duly sworn, declared that (s)he is the President of BSN Telecom Company.

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

Kim M. Longbella
Notary Public
My Commission Expires July 22, 1998



Submit application and filing fee to:

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

Secretary of State use only

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State of Arizona

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SECRETARY OF STATE

OFFICE OF THE CORPORATION COMMISSION

I, THE EXECUTIVE SECRETARY OF THE ARIZONA CORPORATION COMMISSION DO HEREBY CERTIFY that our records in this office show NEW WEST EYEWORKS, INC. an Arizona corporation merged into WESTERN STATES OPTICAL, INC. The surviving corporation WESTERN STATES OPTICAL, INC. changed its name to NEW WEST EYEWORKS, INC. effective September 24th, 1992, as provided by law.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission. Done at Phoenix, the Capital, this

7th day of October,
1992, A.D.

James Matthews

Executive Secretary

By *[Signature]*
