

State of Idaho

Office of the Secretary of State

CERTIFICATE OF AUTHORITY

OF

NTT AMERICA, INC.

File Number C 163943

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is 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 and attach hereto a duplicate of the application for such certificate.

Dated: 19 December 2005



Ben Yursa

SECRETARY OF STATE

By *Suprette Holloway*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2005 DEC 19 PM 1:17

SECRETARY OF STATE
STATE OF IDAHO

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

1. The name of the corporation is: NTT America, Inc.

2. The name which it shall use in Idaho is: NTT America, Inc.

3. It is incorporated under the laws of: Delaware

4. Its date of incorporation is: December 9, 1996

5. The address of its principal office is: 101 Park Avenue, 41st Floor, New York, NY 10178

6. The address to which correspondence should be addressed, if different from item 5, is:

7. The street address of its registered office in Idaho is: 1401 Shoreline Drive, Suite 2, Boise, Idaho 83702

and its registered agent in Idaho at that address is: Corporation Service Company

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

Name	Office	Address
See attached officers/directors rider	rider	

Dated: Dec 15, 2005

Signature: Tatsuo Kawasaki

Typed Name: Tatsuo Kawasaki

Capacity: President & CEO

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

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forms\appforcentofauthority_profit.pmf
Revised 07/2002

IDAHO SECRETARY OF STATE
12/19/2005 05:00
CK: 1631889 CT: 74104 BH: 927530
1 e 100.00 = 100.00 AUTH PRO # 2
1 e 20.00 = 20.00 EXPEDITE C # 3

C163943

Attachment

NTT America, Inc.
Idaho Application for Certificate of Authority

Item 8. The names and respective business of its directors and officers

<u>Name</u>	<u>Office</u>	<u>Address</u>
Tatsuo Kawasaki	Officer/ President & CEO	101 Park Avenue, 41 st Floor New York, NY 10178
Osamu Inoue	Director	Kowa Nishi-Shinbashi Bldg, 13F Tower B 2-14-1 Nishi-Shinbasi Minato-ku Tokyo
Haruhiko Yamada	Director	NTT Hibiya Bldg 1-1-6 Uchisaiwai-chou Chiyoda-ku Tokyo
Kiyoshi Maeda	Director	5050 Conference Way North Boca Raton, FL
Kazuhiro Toda	Officer / Vice President/Secretary	101 Park Avenue, 41 st Floor New York, NY 10178

Delaware

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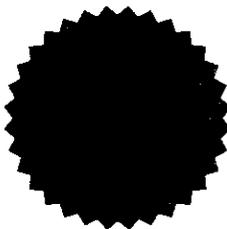
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NTT AMERICA, 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 SIXTEENTH DAY OF DECEMBER, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "NTT AMERICA, INC." WAS INCORPORATED ON THE NINTH DAY OF DECEMBER, A.D. 1996.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 4378786

051029067

DATE: 12-16-05