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FILED EFFECTIVE



**APPLICATION FOR
REGISTRATION OF FOREIGN
LIMITED LIABILITY COMPANY**

(Instructions on back of application)

2003 OCT 14 PM 2:59

STATE OF IDAHO

1. The name of the limited liability company is:

INMATE CALLING SOLUTIONS, LLC

2. If the name of the limited liability company is not permissible or is not available in Idaho, the name the foreign limited liability company will use in Idaho is:

3. The jurisdiction under whose laws the limited liability company is organized is: CALIFORNIA and the date of its formation was: 8-13-02

4. The name and address of the registered agent in Idaho is:

National Registered Agents, Inc., 1423 Tyrell Lane, Boise, Idaho 83706

5. The address of the limited liability company's office in the jurisdiction under whose laws it is organized is:

5883 RUE FERRARI, SAN JOSE, CA 95138

6. The address of the limited liability company's principal office, if other than the address in #5 above, is:

7. The address to which correspondence should be addressed is:

CHERYL CONKLIN C/O UNISEARCH, INC.

1780 BARNES BLVD SW, TUMWATER, WA 98512

8. Signature of a manager, if any, or a member if there are no managers.

Signature

Typed Name

BRENDAN PHILBIN

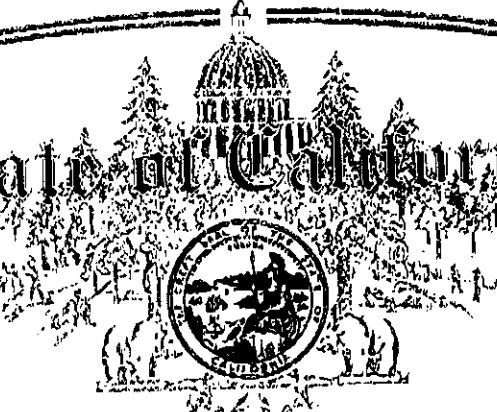
Manager Member

Secretary of State use only

 Form 100-LLC
 Rev. 08/02/2002
 WCU Form

 IDAHO SECRETARY OF STATE
 10/14/2003 05:00
 CK: none CT: 3848 BH: 706438
 1 e 100.00 = 100.00 REGFORLLC # 2
 1 e 20.00 = 20.00 EXPEDITE C # 3

W 26322



State of California

SECRETARY OF STATE

CERTIFICATE OF GOOD STANDING CALIFORNIA LIMITED LIABILITY COMPANY

I, KEVIN SHELLEY, Secretary of State of the State of California, hereby certify:

That on the 13th day of August, 2002, **INMATE CALLING SOLUTIONS, LLC**, became recognized under the laws of the State of California by filing its Articles of Organization in this office; and

That according to the records of this office, the said limited liability company is authorized to exercise all its powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition of this limited liability company.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of October 6, 2003.



Kevin Shelley
KEVIN SHELLEY
Secretary of State

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