



Department of State.

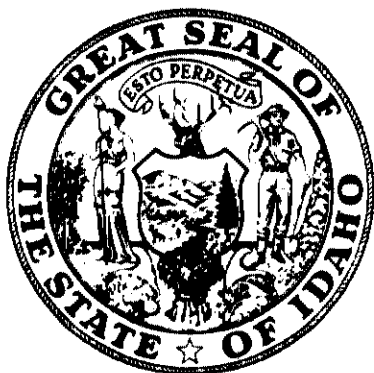
**CERTIFICATE OF REGISTRATION
OF**

US SPRINT COMMUNICATIONS COMPANY LIMITED PARTNERSHIP

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of US SPRINT COMMUNICATIONS COMPANY LIMITED PARTNERSHIP for Registration in this State, duly signed and verified pursuant to the provisions of the Idaho Limited Partnership 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 Registration to US SPRINT COMMUNICATIONS COMPANY LIMITED PARTNERSHIP to transact business in this State under the name US SPRINT COMMUNICATIONS COMPANY LIMITED PARTNERSHIP and attach hereto a duplicate original of the Application for Registration.

Dated **November 23, 1988**



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

**APPLICATION FOR REGISTRATION OF
FOREIGN LIMITED PARTNERSHIP**

Nov 23 9 52 AM '88

To the Secretary of State of the State of Idaho:

Pursuant to the provisions of Chapter 2, Title 53, Idaho Code, the undersigned Limited Partnership hereby applies for registration to transact business in your State, and for that purpose submits the following statement:

1. The name of the limited partnership is US Sprint Communications Company Limited Partnership
2. The name which it shall use in Idaho is US Sprint Communications Company Limited Partnership
(Must include, without abbreviation, the words "Limited Partnership.")
3. It is organized under the laws of Delaware
4. The date of its formation is November 14, 1988
5. The address of its registered or principal office in the state or country under the laws of which it is organized is 8140 Ward Parkway, Kansas City, MO 64114 (address not required in Delaware)
6. The name and street address of its proposed registered agent in Idaho are The Prentice-Hall Corporation System, Inc., One Capital Center, 999 Main Street, Boise, ID 83702
7. The general character of the business it proposes to transact in Idaho is:
to provide long distance voice telephone service and data communications services
8. The name and business address of each general partner and of each limited partner whose contribution is equal to or greater than five percent (5%) of the total contribution of all partners:

Name	General or Limited	Address
<u>US Telecom, Inc.</u>	<u>General</u>	<u>P.O. Box 11315</u>
		<u>Kansas City, MO 64112</u>
<u>GTE Communications</u>	<u>Limited</u>	<u>One Stamford Forum</u>
<u>Services Incorporated</u>		<u>Stamford, CT 06904</u>
<u>UCOM, Inc.</u>	<u>Limited</u>	<u>P.O. Box 11315</u>
		<u>Kansas City, MO 64112</u>

(continued on reverse)

Name	General or Limited	Address
US Sprint Communications Company Limited Partnership		
STATE OF KANSAS		

9. This Application is accompanied by a certificate certifying to the lawful existence of the limited partnership, executed by the proper officer of the state or country under the laws of which it is organized.

Dated November 10, 1988.

US Sprint Communications Company Limited Partnership

By: US Telecom, Inc., General Partner

By

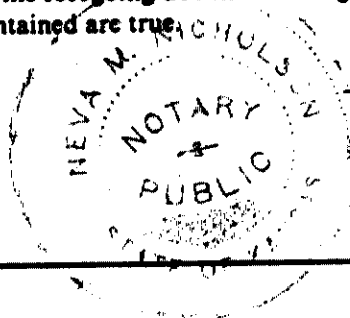
D.A. Jensen
Name: D.A. Jensen

Title: Vice President

STATE OF KANSAS)
) ss:
COUNTY OF JOHNSON)

I, Neva M. Nicholson, a notary public, do hereby certify that on this
10th day of November, 1988, personally appeared
before me D.A. Jensen, who being by me first duly sworn,
declared that (s)he is ^{the V. Pres. of the} a general partner of US Sprint Communications Company Limited
Partnership.

that (s)he signed the foregoing document as ^{the Vice President of the} a general partner of the limited partnership and that the statements therein contained are true.



Neva M. Nicholson
Notary Public
My appt. expires: 12/29/90

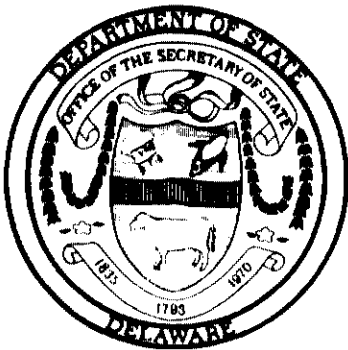
State of Delaware


 Nov 23 9 52 AM '88
 SECRETARY OF STATE

Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY US SPRINT COMMUNICATIONS COMPANY LIMITED PARTNERSHIP IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE DATE SHOWN BELOW.

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Michael Harkins, Secretary of State

AUTHENTICATION: |1931918

DATE: 11/14/1988