

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

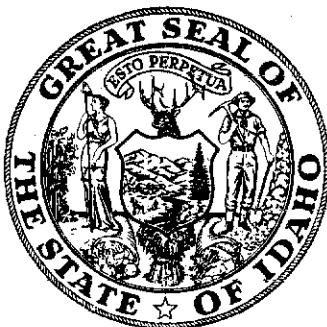
EXCEL TELECOMMUNICATIONS, INC.

File number C 112897

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

Dated: December 8, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *Cara Seibel*

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

To the Secretary of State of Idaho

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

1. The name of the corporation is EXCEL TELECOMMUNICATIONS, INC.
2. The name which it shall use in Idaho is _____
3. It is incorporated under the laws of Texas
4. Its date of incorporation is 12/6/88 and its duration, if other than perpetual, is Perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is
9101 LBJ FREEWAY, STE. 800, DALLAS, Texas 75243
6. The address to which correspondence should be addressed, if different than item 5, is _____
7. The street address of its registered office in Idaho is 300 NORTH 6TH STREET, BOISE, ID 83701
_____, and its registered agent in Idaho at that address is CT 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.
9. The names and respective addresses of its directors and officers are:

| Name | Office | Address |
|------------------------|--|--|
| <u>KENNY A. TROUTT</u> | <u>PRESIDENT & C.E.O. and Director</u> | <u>9101 LBJ FREEWAY, STE. 800, DALLAS, Texas 75243</u> |
| <u>STEPHEN SMITH</u> | <u>EXECUTIVE VICE PRESIDENT and</u> | <u>9101 LBJ FREEWAY, STE. 800, DALLAS, Texas 75243</u> |
| <u>JACK MCLAINE</u> | <u>VICE PRES., SEC., & TREAS. and Director</u> | <u>9101 LBJ FREEWAY, STE. 800, DALLAS, Texas 75243</u> |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |

10. The corporation accepts and shall comply with the Constitution and the laws of the State of Idaho.

Dated: 12/7/95

EXCEL TELECOMMUNICATIONS, INC.

(Corporation name)

By

Kenny A. Troutt
Its President, Vice President, Secretary or Assistant Secretary

(please specify)

KENNY A. TROUTT

IDAHO SECRETARY OF STATE
DATE 12/08/1995 0900 20326 CCAP
Secretary of State use only

CK #: 11200206 CUST# 15948

AUTH PRO

1@ 100.00= 100.00
EXPEDITE C 1@ 20.00= 20.00

#: C

DEC 8 10 56 AM '95

SECRETARY OF STATE
STATE OF IDAHO



The State of Texas

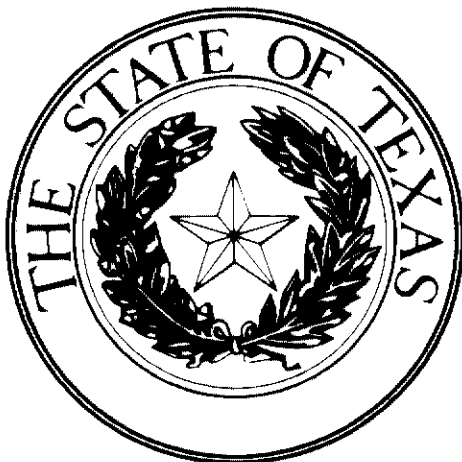
SECRETARY OF STATE

IT IS HEREBY CERTIFIED, that
Articles of Incorporation
of

EXCEL TELECOMMUNICATIONS, INC.
CHARTER NO. 1096708-00

were filed in this office and a certificate of incorporation was issued on
DECEMBER 06, 1988;

IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued, and
that the corporation is still in existence.



*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on November 30, 1995.*

Antonio O. Garza, Jr.
Secretary of State

MAC