

# State of Idaho

## Department of State

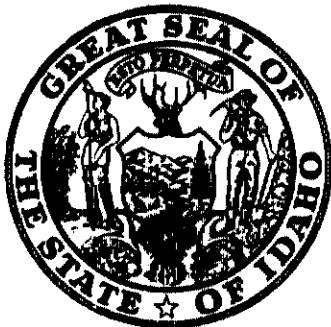
### CERTIFICATE OF AUTHORITY OF

COMMUNIQUE TELECOMMUNICATIONS, INC.  
File number C 106767

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

Dated: June 23, 1994



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Sonya Herold*

# APPLICATION FOR CERTIFICATE OF AUTHORITY

RECEIVED  
SEC. OF STATE

(Profit Corporation)

RECEIVED  
SEC. OF STATE

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is COMMUNIQUE TELECOMMUNICATIONS, INC.

2. The name which it shall use in Idaho is COMMUNIQUE TELECOMMUNICATIONS, INC.

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of MICHIGAN

4. The date of its incorporation is 1-14-94 and the period of its duration, if other than perpetual, is \_\_\_\_\_

5. The address of its principal office in the state or country under the laws of which it is incorporated is 50625 Richard West Blvd., Chesterfield, MI 48051

6. The address to which correspondence should be addressed, if different than item 5, is \_\_\_\_\_

7. The street address of its proposed registered office in Idaho is 300 North 6th Street, Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is C T CORPORATION SYSTEM

8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are: To provide software based telecommunications management solutions.

(Continued on reverse)

Submit applications and certificate of status to:  
Office of the Secretary of State  
Division of Corporations  
P.O. Box 9900  
Boise, Idaho 83720-0080

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Secretary of State use only

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JAH J. TRM  
CORP  
YIWOJ OMKHAR  
2001 15 100100

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

Name	Office	Address
SEE EXHIBIT A ATTACHED HERETO AND MADE A PART HEREOF.		

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.
11. This application is accompanied by a Certificate of Corporate Status or Existence, dated within 90 days, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: April 28 1994

COMMUNIQUE TELECOMMUNICATIONS, INC.

(Corporation name)

By [Signature]

its President/Vice President (please specify)

and Peter M. Williams

its Secretary/Assistant Secretary (please specify)

Gary A. Kughn

STATE OF CALIFORNIA )

) ss:

COUNTY OF SAN BERNARDINO

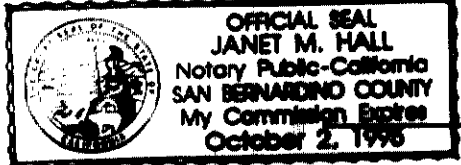
I, JANET M. HALL, a notary public, do hereby certify that on

this 28<sup>th</sup> day of APRIL, 19 94, personally appeared before

me PETER M. WILLIAMS, who being by me first duly sworn, declared that (s)he

is the President of Communique Telecommunications, Inc.


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



[Signature]  
 Notary Public

IN WITNESS WHEREOF, I have caused this document to be executed as of the 28th day of April, 1994.

COMMUNIQUE TELECOMMUNICATIONS, INC.,  
a California corporation

By:   
Peter M. Williams  
Chief Operating Officer

ATTEST:

State of California )  
County of San Bernardino )

CAPACITY CLAIMED BY  
SIGNER:

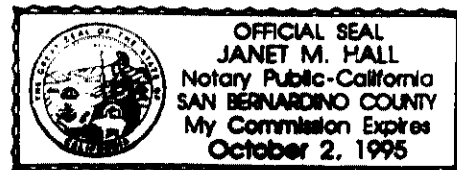
- INDIVIDUAL(S) SIGNING FOR  
ONESELF/THEMSELVES
- CORPORATE Chief Operating Officer  
OFFICER(S) TITLE(S)

On April 28, 1994 before me, Janet M. Hall, Notary, personally appeared Peter M. Williams, personally known to me, whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

Communique Telecommunications Inc.  
COMPANY

WITNESS my hand and official seal.

  
Signature



**EXHIBIT A**

**LIST OF OFFICERS AND DIRECTORS OF  
COMMUNIQUE TELECOMMUNICATIONS, INC.  
a Michigan corporation**

**DIRECTOR:**

**RICHARD P. KUGHN  
50625 Richard West Blvd.  
Chesterfield, MI 48051**

**OFFICERS:**

**Chairman of the Board and  
Chief Executive Officer**

**Richard P. Kughn  
50625 Richard West Blvd.  
Chesterfield, MI 48051**

**President**

**Peter M. Williams  
4015 Guasti Road  
Ontario, CA 91761**

**President - Option Direct**

**Tisha L. Whitcraft  
4015 Guasti Road  
Ontario, CA 91761**

**Secretary**

**Gary A. Kughn  
50625 Richard West Blvd.  
Chesterfield, MI 48051**

**Assistant Secretary**

**G. Scott Romney  
2290 First National Bldg.  
Detroit, MI 48226**

**Treasurer**

**Richard E. Crouch  
4015 Guasti Road  
Ontario, CA 91761**