

BCA-10.30

(Rev. Jan. 1991)

Robert A. Lutz - Tazewell County Recorder
ARTICLES OF AMENDMENT

File # 5894-803-9

SUBMIT IN DUPLICATE

This space for use by
 Secretary of State

Date 02-09-99

Franchise Tax \$
 Filing Fee \$ 25.00
 Penalty \$

Approved: AL

FILED

FEB 9 1999

JESSE WHITE
 SECRETARY OF STATE

Send payment in check or money
 order payable to "Secretary of State."

1 CORPORATE NAME: NTS COMMUNICATIONS CORP.

(Note 1)

2 MANNER OF ADOPTION AND TEXT OF AMENDMENT:

The following amendment of the Articles of Incorporation was adopted on February 8
19 99 in the manner indicated below. ("X" one box only)

By a majority of the incorporators, provided no directors were named in the articles of incorporation and no directors have been elected; or by a majority of the board of directors, in accordance with Section 10.10, the corporation having issued no shares as of the time of adoption of this amendment;

(Note 2)

By a majority of the board of directors, in accordance with Section 10.15, shares having been issued but shareholder action not being required for the adoption of the amendment;

(Note 3)

By the shareholders, in accordance with Section 10.20, a resolution of the board of directors having been duly adopted and submitted to the shareholders. At a meeting of shareholders, not less than the minimum number of votes required by statute and by the articles of incorporation were voted in favor of the amendment;

(Note 4)

By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with Section 7.10;

(Note 4)

By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by all the shareholders entitled to vote on this amendment.

(Note 4)

When amendment effects a name change, insert the new corporate name below. Use Page 2 for all other amendments.

Article 1. The name of the corporation is:

NTS SERVICES CORP.
 (NEW NAME)

EXPEDITED

FEB 09 1999

SECRETARY OF STATE

All changes other than name, include on page 2
 (over)

File Number 5894-803-9

State of Illinois
Office of
The Secretary of State

Whereas, ARTICLES OF AMENDMENT TO THE ARTICLES OF
INCORPORATION OF
NTS COMMUNICATIONS CORP.
INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE
BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, George H. Ryan, Secretary of State of the State of
Illinois, by virtue of the powers vested in me by law, do hereby issue
this certificate and attach hereto a copy of the Application of the
aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be
affixed the Great Seal of the State of Illinois,
at the City of Springfield, this 16TH
day of AUGUST A.D. 19 96 and of
the Independence of the United States the two
hundred and 21ST



George H. Ryan

Secretary of State

Form **BCA-10.30**

ARTICLES OF AMENDMENT

(Rev. Jan. 1991)

File # 5894-803-9

George H. Ryan
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-1832

SUBMIT IN DUPLICATE

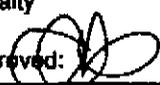
FILED

This space for use by
Secretary of State

Date 8/16/96
Franchise Tax \$
Filing Fee* \$ 25.00
Penalty \$

AUG 16 1996

**GEORGE H. RYAN
SECRETARY OF STATE**

Approved: 

1. CORPORATE NAME: NTS COMMUNICATIONS CORP.

(Note 1)

2. MANNER OF ADOPTION AND TEXT OF AMENDMENT:

The following amendment of the Articles of Incorporation was adopted on August 14,
19 96 in the manner indicated below. ("X" one box only)

By a majority of the incorporators, provided no directors were named in the articles of incorporation and no directors have been elected; or by a majority of the board of directors, in accordance with Section 10.10, the corporation having issued no shares as of the time of adoption of this amendment;

(Note 2)

By a majority of the board of directors, in accordance with Section 10.15, shares having been issued but shareholder action not being required for the adoption of the amendment;

(Note 3)

By the shareholders, in accordance with Section 10.20, a resolution of the board of directors having been duly adopted and submitted to the shareholders. At a meeting of shareholders, not less than the minimum number of votes required by statute and by the articles of incorporation were voted in favor of the amendment;

(Note 4)

By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with Section 7.10;

(Note 4)

By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by all the shareholders entitled to vote on this amendment.

(Note 4)

When amendment effects a name change, insert the new corporate name below. Use Page 2 for all other amendments.

Article I: The name of the corporation is:

(NEW NAME)

EXPEDITED

AUG 16 1996

SECRETARY OF STATE

3. The manner in which any exchange, reclassification or cancellation of issued shares, or a reduction of the number of authorized shares of any class below the number of issued shares of that class, provided for or effected by this amendment, is as follows: (If not applicable, insert "No change")

Class	Par Value Per Share	Number of Shares Authorized	Number of Shares Proposed to be Issued	Consideration to be Received Therefor
Class A	NPV	10,000	500	\$500.00
Class B	NPV	100,000	500	\$500.00

4. (a) The manner in which said amendment effects a change in the amount of paid-in capital (Paid-in capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) is as follows: (If not applicable, insert "No change")

No Change

(b) The amount of paid-in capital (Paid-In Capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) as changed by this amendment is as follows: (If not applicable, insert "No change")

No Change

	Before Amendment	After Amendment
Paid-In Capital	\$ _____	\$ _____

(Complete either item 5 or 6 below)

5. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

Dated _____, 19 _____

 (Exact Name of Corporation)

attested by _____ by _____
 (Signature of Secretary or Assistant Secretary) (Signature of President or Vice President)

 (Type or Print Name and Title) (Type or Print Name and Title)

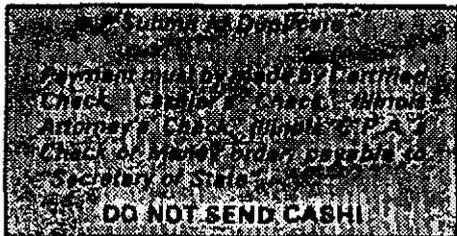
6. If amendment is authorized by the incorporators, the incorporators must sign below.

OR

If amendment is authorized by the directors and there are no officers, then a majority of the directors or such directors as may be designated by the board, must sign below.

The undersigned affirms, under the penalties of perjury, that the facts stated herein are true.

Dated 8/15/96, 19 96



JIM EDGAR
 Secretary of State
 State of Illinois

ARTICLES OF INCORPORATION

This Space For Use By
 Secretary of State

Date _____

License Fee \$ _____

Franchise Tax \$ _____

Filing Fee \$ _____

Clerk _____

Pursuant to the provisions of "The Business Corporation Act of 1983", the undersigned incorporator(s) hereby adopt the following Articles of Incorporation.

ARTICLE ONE The name of the corporation is NATIONAL TRANSMISSION SYSTEMS, LTD.
(Shell contain the word "corporation", "company", "incorporated", "limited", or an abbreviation thereof)

ARTICLE TWO The name and address of the initial registered agent and its registered office are:

Registered Agent J. R. BAGLEY
First Name Middle Name Last Name

Registered Office 6 S. 4th St., P. O. Box 669
Number Street Suite # (A.P.O. Box alone is not acceptable)
Pekin, 61554 Tazewell
City Zip Code County

ARTICLE THREE The purpose or purposes for which the corporation is organized are:
If not sufficient space to cover this point, add one or more sheets of this size.
 to engage in any lawful activity for which corporations may be organized for under the Business Corporation Act of 1983 of Illinois, as amended.

ARTICLE FOUR Paragraph 1: The authorized shares shall be:

Class	*Par Value per share	Number of shares authorized
Class A	N/A	100,000
Class B	N/A	10,000

Paragraph 2: The preferences, qualifications, limitations, restrictions and the special or relative rights in respect of the shares of each class are:
If not sufficient space to cover this point, add one or more sheets of this size.

Class B shares shall have no right to vote on any matter submitted to a vote of the shareholders and are denied all voting rights.

ARTICLE FIVE The number of shares to be issued initially, and the consideration to be received by the corporation therefor, are:

Class	*Par Value per share	Number of shares proposed to be issued	Consideration to be received therefor
Class A	N/A	500	\$ 500.00
Class B	N/A	500	\$ 500.00
			\$
			\$
TOTAL			\$ 1,000.00

* A declaration as to a "par value" is optional. This space may be marked "n/a" when no reference to a par value is desired.

ARTICLE SIX OPTIONAL

The number of directors constituting the initial board of directors of the corporation is three and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors be elected and qualify are:

Name	Residential Address
Daniel L. Johnson	1115 Maple St., Pekin, IL 61554
Rick A. Johnson	Bloomington, IL
Jim Schultz	5918 W. Ridgecrest Dr., Peoria, IL

611

ARTICLE SEVEN OPTIONAL

- (a) It is estimated that the value of all property to be owned by the corporation for the following year wherever located will be: \$ _____
- (b) It is estimated that the value of the property to be located within the State of Illinois during the following year will be: \$ _____
- (c) It is estimated that the gross amount of business which will be transacted by the corporation during the following year will be: \$ _____
- (d) It is estimated that the gross amount of business which will be transacted from places of business in the State of Illinois during the following year will be: \$ _____

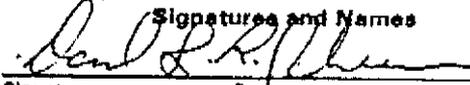
ARTICLE EIGHT OTHER PROVISIONS

Attach a separate sheet of this size for any other provision to be included in the Articles of Incorporation, e.g., authorizing preemptive rights; denying cumulative voting; regulating internal affairs; voting majority requirements; fixing a duration other than perpetual; etc.

NAMES & ADDRESSES OF INCORPORATORS

The undersigned incorporator(s) hereby declare(s), under penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true.

Dated May 27, 19 92

Signatures and Names	Post Office Address
1. <u></u> Signature <u>DANIEL L. JOHNSON</u> Name (please print)	1. <u>1115 Maple Street</u> Street <u>Pekin, IL 61554</u> City/Town State Zip
2. _____ Signature _____ Name (please print)	2. _____ Street _____ City/Town State Zip
3. _____ Signature _____ Name (please print)	3. _____ Street _____ City/Town State Zip

(Signatures must be in ink on original document. Carbon copy, xerox or rubber stamp signatures may only be used on conformed copies.)

NOTE: If a corporation acts as incorporator, the name of the corporation and the state of incorporation shall be shown and the execution shall be by its President or Vice-President and verified by him, and attested by its Secretary or an Assistant Secretary.

Form BCA-2.10

File No. _____

ARTICLES OF INCORPORATION

FEE SCHEDULE

- The initial license fee for a domestic corporation is computed at the rate of 1/20th of 1 percent (50¢ per \$1,000) of the amount of stated capital and paid-in surplus, with a minimum of 50¢.
- The initial franchise tax is assessed at the rate of 1/10th of 1 percent (\$1.00 per \$1,000) on the stated capital and paid-in surplus represented in this state, with a minimum of \$25.00 and a maximum of \$1,000,000.
- The filing fee is \$75.00

The minimum total fees due (license fee + franchise tax + filing fee) where all the property and business is in Illinois, or where the corporation elects to pay on that basis is \$100.50. If you would like the fees computed for you, please call the Department of Business Services in Springfield.

RETURN TO:

Department of Business Services
Corporation Division
Secretary of State
Springfield, Illinois 62756
Telephone (217) 782-6961