

State of Illinois  
Office of  
The Secretary of State

Whereas, APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN THIS STATE OF ERNEST COMMUNICATIONS, INC. INCORPORATED UNDER THE LAWS OF THE STATE OF GEORGIA HAS 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 30TH day of SEPTEMBER A.D. 19 98 and of the Independence of the United States the two hundred and 23RD .



*George H Ryan*

Secretary of State

C-212.2

APPLICATION FOR CERTIFICATE  
OF AUTHORITY TO  
TRANSACTION BUSINESS IN ILLINOIS

**SUBMIT IN DUPLICATE!**

George H. Ryan  
Secretary of State  
Department of Business Services  
Springfield, IL 62756  
Telephone (217) 782-1834

This space for use by Secretary of State

**FILED**

SEP 30 1998

GEORGE H. RYAN  
SECRETARY OF STATE

This space for use by  
Secretary of State

Date 9-30-98  
License Fee \$  
Franchise Tax \$ 25.00  
Filing Fee \$ 75.00  
Penalties \$  
Approved: [Signature]

Payment must be made by  
certified check, cashier's check,  
Illinois attorney's check, Illinois  
C.P.A.'s check or money order,  
payable to "Secretary of State."

1. (a) CORPORATE NAME: Ernest Communications, Inc. **PAID**  
(Complete item 1 (b) only if the corporate name is not available in this state.) **SEP 30 1998**

(b) ASSUMED CORPORATE NAME:  
(By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.)

2. (a) State or Country of Incorporation: Georgia **EXPEDITED**  
(b) Date of Incorporation: 5-11-98  
(c) Period of Duration: Perpetual **SEP 30 1998**

3. (a) Address of the principal office, wherever located: 6475 Jimmy Carter Blvd, Suite 300  
Norcross, GA 30071  
(b) Address of principal office in Illinois: **SECRETARY OF STATE**  
(If none, so state) None

4. Name and address of the registered agent and registered office in Illinois.  
Registered Agent National Registered Agents, Inc.  
First Name Middle Name Last Name  
Registered Office 208 South LaSalle Street, Suite 1855  
Number Street Suite #  
Chicago, IL 60604  
City Zip Code County

5. States and countries in which it is admitted or qualified to transact business: (Include state of incorporation)  
CA, FL, GA, IN, NJ, NY, OR, PA, SC, TN, TX, WA

6. Names and residential addresses of officers and directors:

Name	No. & Street	City	State	Zip
President	<u>SEE ATTACHED ADDENDUM</u>			
Secretary				
Director				
Director				
Director				

If more than 3, attach list

7. Purpose or purposes proposed to be pursued in transacting business in this state:  
(If not sufficient space to cover this point, add one or more sheets of this size.)

Telecommunication Services

45

8. Authorized and issued shares:

Class	Series	Par Value	Number of Shares Authorized	Number of Shares Issued
Common		No Par Value	2,000,000	1,700,000

9. Paid-in Capital: \$ 1,000 .038462  
("Paid-in Capital" replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.)

10. (a) Give an estimate of the total value of all the property\* of the corporation for the following year: \$ 200,000
- (b) Give an estimate of the total value of all the property\* of the corporation for the following year that will be located in Illinois: \$ 100,000
- (c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 5,000,000
- (d) State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois: \$ 100,000

11. Interrogatories: (Important - this section must be completed.)

6475 Jimmy Carter Blvd, #300

- \*\* (a) Office or offices to which all contracts with the corporation are forwarded for final acceptance: Norcross, GA
- (b) Number of shares of all classes owned by residents of Illinois: 0
- (c) Number of shares of all classes owned by non-residents of Illinois: 1,700,000
- (d) Is the corporation transacting business in this state at this time? No
- (e) If the answer to item 11(d) is yes, state the exact date on which it commenced to transact business in Illinois:

12. This application is accompanied by a certified copy of the articles of incorporation, as amended, duly authenticated, within the last ninety (90) days, by the proper officer of the state or country wherein the corporation is incorporated.

13. 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. (All signatures must be in **BLACK INK**.)

Dated 9.11, 19 98 Ernest Communications, Inc.  
(Exact Name of Corporation)

attested by [Signature] by [Signature]  
(Signature of Secretary or Assistant Secretary) (Signature of President or Vice President)

Jeff Smock, Secretary J. Paul Masters, Vice President  
(Type or Print Name and Title) (Type or Print Name and Title)

\* PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.

\*\* When the response to #11(a) lists ONLY an Illinois address, then the total business as reflected in #10(c) is also considered to be Illinois business for the purpose of computing the Illinois allocation factor. By signing this application, the corporation affirms that it is aware that the amount of paid-in capital, and consequently the amount of license fees and franchise taxes, may be proportionately higher due to the Illinois address shown under #11(a).

**Addendum**

**Ernest Communications, Inc.**

**Officers and Directors List**

**Officers:**

<b>President:</b>	Joseph J. Ernest 6475 Jimmy Carter Boulevard, Suite 300, Norcross, GA 30071
<b>Vice President:</b>	J. Paul Masters 6475 Jimmy Carter Boulevard, Suite 300, Norcross, GA 30071
<b>Secretary:</b>	Jeff Smock 6475 Jimmy Carter Boulevard, Suite 300, Norcross, GA 30071
<b>Treasurer:</b>	Pamela M. Ernest 6475 Jimmy Carter Boulevard, Suite 300, Norcross, GA 30071

**Directors:**

Joseph J. Ernest	6475 Jimmy Carter Boulevard, Suite 300, Norcross, GA 30071
J. Paul Masters	6475 Jimmy Carter Boulevard, Suite 300, Norcross, GA 30071
Jeff Smock	6475 Jimmy Carter Boulevard, Suite 300, Norcross, GA 30071

**STATEMENT OF CHANGE OF  
REGISTERED AGENT AND/OR  
REGISTERED OFFICE**  
Business Corporation Act

Jesse White, Secretary of State  
Department of Business Services  
Springfield, IL 62756  
Telephone (217) 782-3647  
www.cyberdriveillinois.com

**FILED**

**MAY 24 2004**

Remit payment in the form of a  
check or money order payable  
to the Secretary of State.

**JESSE WHITE  
SECRETARY OF STATE**

File # 60150311

Filing Fee: \$25.00 Approved:

Submit in duplicate

Type or Print clearly in black ink

Do not write above this line

1. CORPORATE NAME: ERNEST COMMUNICATIONS, INC.

2. STATE OR COUNTRY OF INCORPORATION: GEORGIA



CP0777058

3. Name and address of the registered agent and registered office as they appear on the records of the office of the Secretary of State (*before change*):

Registered Agent National Registered Agents, Inc.

Registered Office	First Name	Middle Name	Last Name
<u>208 South LaSalle Street, Suite 1855</u>			
<u>Chicago, IL 60604, County of Cook</u>	<u>Number</u>	<u>Street</u>	<u>Suite No. (A P.O. Box alone is not acceptable)</u>
<u>City</u>	<u>ZIP Code</u>	<u>County</u>	

4. Name and address of the registered agent and registered office shall be (*after all changes herein reported*):

Registered Agent National Registered Agents, Inc.

Registered Office	First Name	Middle Name	Last Name
<u>200 West Adams Street</u>			
<u>Chicago, IL 60606, County of Cook</u>	<u>Number</u>	<u>Street</u>	<u>Suite No. (A P.O. Box alone is not acceptable)</u>
<u>City</u>	<u>ZIP Code</u>	<u>County</u>	

5. The address of the registered office and the address of the business office of the registered agent, as changed, will be identical.

6. The above change was authorized by: ("**X**" one box only)

- a.  By resolution duly adopted by the board of directors. (Note 5)
- b.  By action of the registered agent. (Note 6)

**SEE REVERSE SIDE FOR SIGNATURE(S).**

7. (If authorized by the board of directors, sign here. See Note 5)

The undersigned corporation has caused this statement to be signed by a duly authorized officer who affirms, under penalties of perjury, that the facts stated herein are true.

Dated \_\_\_\_\_, \_\_\_\_\_  
(Month & Day) (Year) (Exact Name of Corporation)  
\_\_\_\_\_  
(Any Authorized Officer's Signature)  
\_\_\_\_\_  
(Type or Print Name and Title)

(If change of registered office by registered agent, sign here. See Note 6)

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

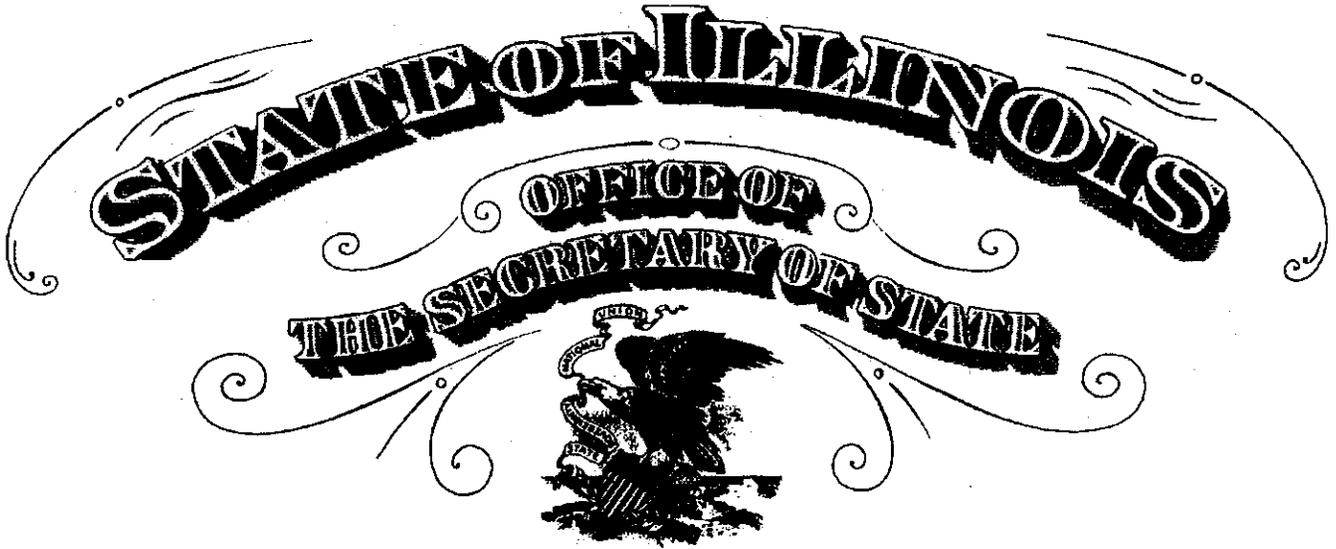
Dated April 25, 2004 by: \_\_\_\_\_  
(Month & Day) (Year) (Signature of Registered Agent of Record)

Robert K. Rowell, Vice President

(Type or print name. If the registered agent is a corporation, type or print the name and title of the officer who is signing on its behalf.)

#### NOTES

1. The registered office may, but need not be the same as the principal office of the corporation. However, the registered office and the office address of the registered agent must be the same.
2. The registered office must include a street or road address; a post office box number alone is not acceptable.
3. A corporation cannot act as its own registered agent.
4. If the registered office is changed from one county to another, then the corporation must file with the recorder of deeds of the new county a certified copy of the articles of incorporation and a certified copy of the statement of change of registered office. Such certified copies may be obtained ONLY from the Secretary of State.
5. Any change of registered agent must be by resolution adopted by the board of directors. This statement must then be signed by a duly authorized officer.
6. The registered agent may report a change of the registered office of the corporation for which he or she is registered agent. When the agent reports such a change, this statement must be signed by the registered agent. If a corporation is acting as the registered agent, a duly authorized officer of such corporation must sign this statement.



**To all to whom these Presents Shall Come, Greeting:**

*I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that I am the keeper of the records of the Department of Business Services. I certify that*

THE FOREGOING AND HERETO ATTACHED IS A TRUE AND CORRECT COPY, CONSISTING OF 6 PAGES, AS TAKEN FROM THE ORIGINAL ON FILE IN THIS OFFICE FOR ERNEST COMMUNICATIONS, INC..\*\*\*\*\*

**In Testimony Whereof,** I hereto set

*my hand and cause to be affixed the Great Seal of the State of Illinois, this 13TH day of OCTOBER A.D. 2009*



*Jesse White*