

APPLICATION OF
Televergence Solutions, Inc.

EXHIBIT 1

Articles of Incorporation
Certificate of Authority to Transact Business in Illinois

3128191

ENDORSED - FILED
In the office of the Secretary of State
of the State of California

ARTICLES OF INCORPORATION

SEP 02 2008

OF

Televergence Solutions Inc.

FIRST. The name of the corporation is Televergence Solutions Inc.

SECOND. The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

THIRD. The name of the corporation's initial agent for service of process in the State of California is Michael Ross, 8210 Bobbyboyar Ave., West Hills, California 91304.

FOURTH. The corporation is authorized to issue one class of shares, designated as "Common Stock", and the total number of shares of Common Stock authorized to be issued is 10,000.

FIFTH. The personal liability of the directors of the corporation for monetary damages for breach of fiduciary duty shall be eliminated to the fullest extent permissible under California law. The corporation is authorized to indemnify its directors and officers to the fullest extent permissible under California law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the date below.

Date: August 29, 2008

LegalZoom.com, Inc., Incorporator

By: _____

Eileen Gallo, Assistant Secretary





OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

MAY 26, 2015

7010-313-3

TELEVERGENCE SOLUTIONS, INC.
ATTN: TAX DEPT
1221 S HARTMANN DR SUITE E
LEBANON, TN 37090

RE TELEVERGENCE SOLUTIONS, INC.

DEAR SIR OR MADAM:

IT IS OUR PLEASURE TO APPROVE YOUR REQUEST TO TRANSACT BUSINESS IN THE STATE OF ILLINOIS. FEES IN THIS CONNECTION HAVE BEEN RECEIVED AND CREDITED.

THE CORPORATION MUST FILE AN ANNUAL REPORT AND PAY FRANCHISE TAXES PRIOR TO THE FIRST DAY OF ITS ANNIVERSARY MONTH (MONTH OF QUALIFICATION) NEXT YEAR. A PRE-PRINTED ANNUAL REPORT FORM WILL BE SENT TO THE REGISTERED AGENT AT THE ADDRESS SHOWN ON THE RECORDS OF THIS OFFICE APPROXIMATELY 60 DAYS PRIOR TO ITS ANNIVERSARY MONTH.

SECURITIES CANNOT BE ISSUED OR SOLD EXCEPT IN COMPLIANCE WITH THE ILLINOIS SECURITIES LAW OF 1953, 815 ILLINOIS COMPILED STATUTES, 5/1 ET SEQ. FOR FURTHER INFORMATION, CONTACT THE OFFICE OF THE SECRETARY OF STATE, SECURITIES DEPARTMENT AT (217) 782-2256 OR (312) 793-3384.

SINCERELY,

JESSE WHITE
SECRETARY OF STATE
DEPARTMENT OF BUSINESS SERVICES
CORPORATION DIVISION
TELEPHONE (217) 782-6961

FORM **BCA 13.15** (rev. Dec. 2003)
**APPLICATION FOR AUTHORITY TO
 TRANACT BUSINESS IN ILLINOIS**
 Business Corporation Act

FILED

MAY 26 2015

JESSE WHITE
 SECRETARY OF STATE

Jesse White, Secretary of State
 Department of Business Services
 Springfield, IL 62756
 Telephone (217) 782-1834
 www.cyberdriveillinois.com

Remit payment in the form of a cashier's
 check, certified check, money order
 or an Illinois attorney's or CPA's check
 payable to the Secretary of State.

7010-3133
 File #

SEE NOTE 1 CONCERNING PAYMENT!

Filing Fee \$ 225 Franchise Tax \$ 60.40 Penalty/Interest \$ 304.50 Total \$ 589.90 Approved: [Signature]
 Submit in duplicate Type or Print clearly in black ink Do not write above this line

1 (a) CORPORATE NAME: Televergence Solutions, Inc. ✓

(Complete item 1 (b) only if the corporate name is not available in this state.)

(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. State or Country of Incorporation CA ✓ Date of Incorporation 9/2/2008 Period of Duration perpetual

3. (a) Address of the principal office, wherever located: 1221 S. Hartmann Drive, Suite E
Lebanon, TN 37090
 (b) Address of principal office in Illinois: None
 (If none, so state)

4. Name and address of the registered agent and registered office in Illinois.
 Registered Agent: National Registered Agents, Inc.
 Registered Office: 200 West Adams Street

Number	Street	Suite #	City	ZIP Code	County
<u>Chicago</u>	<u>60606</u>	<u>Cook</u>	<u>Chicago</u>	<u>60606</u>	<u>16</u>

(A P.O. Box alone is not acceptable.)

5. States and countries in which it is admitted or qualified to transact business: (Include state of incorporation)
CA, FL, GA, MA, MO, NV, NC, SD, WI ✓

6. Name and addresses of officers and directors: (If more than 3 directors and/or additional officers, attach list.)

Name	No. & Street	City	State	ZIP
President	<u>Deborah Ward 1221 S. Hartmann Dr, Ste E</u>	<u>Lebanon</u>	<u>TN</u>	<u>37090</u>
Secretary				
Director				
Director				
Director				

7. The purpose or purposes for which it was organized which it proposes to pursue in the transaction of business in this state: (If not sufficient space to cover this point, add one or more sheets of this size)

Telecommunications Wholesaler

8. Authorized and issued shares:

Class	Series	Par Value	Number of Shares Authorized	Number of Shares Issued
Common		NO PAR VALUE	10,000	1,000

(If more, attach list)

9. Paid-in Capital: \$ 1000.00
("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: \$ 1.8 Million
- (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: \$ 0
- (c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 4 Million
- (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: \$ 60,000

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

- (a) Is the corporation transacting business in this state at this time? Yes ✓
- (b) If the answer to item 11(a) is yes, state the exact date on which it commenced to transact business in Illinois: 1/1/14

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 application to be signed by a duly authorized officer, who affirms, under penalties of perjury, that the facts stated herein are true (All signatures must be in **BLACK INK.**)

Dated 3/12, 2015 TELEVERGENCE SOLUTIONS INC.
 (Month & Day) (Year) (Exact Name of Corporation)

ROBERT L. WARD
 (Any Authorized Officer's Signature)

ROBERT L. WARD
 (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.

Note 1: Payment in connection with this application must be in the form of a certified check, cashier's check, Illinois attorney or CPA's check or money order made payable to the "Secretary of State". The minimum fee due upon qualification is \$175. Any additional fees will be billed and must be paid before this application can be filed.

APPLICATION OF
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EXHIBIT 2
Management Resumes

Televvergence Solutions, Inc.
Management Resumes

Deborah Ward, CEO

For over 24 years Debbie has provided executive leadership to companies who provide communication services to wholesale and retail customers throughout the U.S. In the early 80's she founded TMS, a Pacific Bell Joint User in Southern California. In 1999, to meet the needs of customers outside the Pacific Bell territory, she established TSI, reselling CLEC and long distance services nationwide.

As CEO, Debbie's primary responsibilities are to:

- Oversee profit and loss
- Provide overall management for sales, marketing and vendor activities

She was recently elected as the first chairwoman of Comptel and is a regular participant in industry webinars, trade association panels and executive committee forums. Debbie is one of the few female CEOs in this highly competitive telecom space. She is a regular contributor to various groups devoted to the promotion of females in executive leadership positions, and is highly regarded by her peers, devoted employees and valued customers.

David Deutsch, CTO

David Deutsch joined TSI in March of 2011 as the Chief Technology Officer. David brings extensive technical and management experience in the telecommunications industry. His background includes over 900 hours of Cisco Lab training. He has experience in the area of Network Management and Security, and has CCNA, CCNP, CVOICE, and BGP certifications. He received an award from NYC Mayor Giuliani for innovation and received an entry in Central Park's historical archives. In addition to technical and management experience, David has experience in the negotiation and management of medium to massively sized wholesale international and domestic contracts, complex billing, routing, and provisioning of termination and origination, involving the use of third party escrows.

He has been involved in the resolution of Domestic regulatory issues including Interstate, Intrastate, Non-Jurisdictional, Number Porting (LNP/LRN), short duration traffic, and ASR / PDD / ALOC management. He has Hands on experience with a variety of switch systems includes Nortel DMS (10, 100, 200, 250, and 300), Lucent ESS (4 & 5), Lucent Compact Switch (Telica), CopperCom, Huawei, and the MetaSwitch. He possesses an advanced understanding of the internals of the SIP protocol stack, including details debugging of variants used by most commercial and open source systems.

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EXHIBIT 3

Financial Information

**Applicant is submitting its financial information under Seal as Confidential
along with a Motion for Protective Order**