

Appendix G
Certificate of Authority

BarTel Communications, Inc.
Application for Certificate of Authority

Please Mail to:

BarTel Communications, Inc.
5223 Delmar
St. Louis, MO 63108

State of Illinois Office of The Secretary of State

Whereas, APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN THIS STATE OF BARTEL COMMUNICATIONS, INC. INCORPORATED UNDER THE LAWS OF THE STATE OF KANSAS 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, Jesse White, 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 28TH day of APRIL A.D. 1999 and of the Independence of the United States the two hundred and 23RD



Jesse White

Secretary of State

**APPLICATION FOR CERTIFICATE
OF AUTHORITY TO
TRANSACTION BUSINESS IN ILLINOIS**

SUBMIT IN DUPLICATE!

Jesse White, Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-1834
http://www.sos.state.il.us

This space for use by Secretary of State

FILED

APR 28 1999

**JESSE WHITE
SECRETARY OF STATE**

This space for use by
Secretary of State

Date: 4-28-99
License Fee \$
Franchise Tax \$ 25
Filing Fee \$ 75
Penalties \$
Approved: [Signature] /100

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: BarTel Communications, 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. (a) State or Country of Incorporation: Kansas
(b) Date of Incorporation: 12-10-97
(c) Period of Duration: Perpetual

3. (a) Address of the principal office, wherever located: 5223 Delmar
St. Louis, MO 63108
(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: CT CORPORATION SYSTEMS, INC.
First Name: _____ Middle Name: _____ Last Name: _____
Registered Office: 208 S. LaSalle St.
Number: _____ Street: _____ Suite #: _____
Chicago City: _____ 60604 ZIP Code: _____ Cook County: _____

5. States and countries in which it is admitted or qualified to transact business: (Include state of incorporation)
Kansas, Missouri, Arkansas, Oklahoma, Texas

6. Names and residential addresses of officers and directors:

Name	No. & Street	City	State	ZIP
President <u>RICHARD W. HIRD</u>	<u>856 E. 1150 Rd.</u>	<u>BALDWIN</u>	<u>Ks.</u>	<u>66006</u>
Secretary " " "	" " "	" " "	" " "	" " "
Director " " "	" " "	" " "	" " "	" " "
Director <u>THOMAS R. HIRD</u>	<u>88 Sandou</u>	<u>St. Louis</u>	<u>MO</u>	<u>63119</u>
Director " " "	" " "	" " "	" " "	" " "

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.)

(A) To engage in the telecommunications business as a seller or reseller of telecommunications services and products, and (b) To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Kansas and permitted under the Illinois Business Corporation Act of 1983

8. Authorized and issued shares:

Class	Series	Par Value	Number of Shares Authorized	Number of Shares Issued
Common	N/A	10.00	1,000	1,000

9. Paid-in Capital: \$ 19,919.85

("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:

\$ 10,000

(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:

\$ 0

(c) State the estimated total business of the corporation to be transacted by it everywhere for the following year:

\$ 300,000

(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:

\$ 5,000

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

- ** (a) Office or offices to which all contracts with the corporation are forwarded for final acceptance: See 3(a), above
- (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: 0
- (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 MARCH 24, 1999 (Month & Day), (Year)

BarTel Communications, Inc. (Exact Name of Corporation)

attested by Thomas R. Hird (Signature of Secretary or Assistant Secretary)

(Signature of President or Vice President)

Thomas R. Hird, V.P., Treasurer (Type or Print Name and Title)

by RICHARD W. HIRD, PRESIDENT (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).