

EXHIBIT A

CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS

6209-305-6

Form **BCA-13.15**
(Rev. Jan. 1999)

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

MAR 06 2002

**JESSE WHITE
SECRETARY OF STATE**

This space for use by
Secretary of State

Date 3-6-02
License Fee \$ _____
Franchise Tax \$ 25
Filing Fee \$ 75
Penalties \$ _____
Approved: [Signature] 100⁰⁰

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: Better World Telecom, 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: Delaware

(b) Date of Incorporation: 11/28/2001

(c) Period of Duration: Perpetual

3. (a) Address of the principal office, wherever located: 11921 Freedom Drive, Suite 550, Reston, VA 20194

(b) Address of principal office in Illinois:
(If none, so state) None

4. Name and address of the registered agent and registered office in Illinois.

Registered Agent C T CORPORATION SYSTEM
First Name Middle Name Last Name

Registered Office c/o C T CORPORATION SYSTEM, 208 S. La Salle Street
Number Street Suite #
Chicago 60604 Cook
City ZIP Code County

5. States and countries in which it is admitted or qualified to transact business: (Include state of incorporation)
None

6. Names and residential addresses of officers and directors:

Name	No. & Street	City	State	ZIP
President				
Secretary				
Director	James Kenefick, 11561 Brass Lanter Court, Reston, VA 20194			
Director	Andy Ray, 11561 Brass Lantern Court, Reston, VA 20194			
Director				

SEE ATTACHMENT

If more than 3, attach list

COPY

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.)

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the Delaware All Purpose Clause and permitted under the Illinois Business Corporation Act. Long Distance Telecommunications Carrier

8. Authorized and issued shares:

Class	Series	Par Value	Number of Shares Authorized	Number of Shares Issued
A		\$0.001	10,000,000	5,000,000

9. Paid-in Capital: \$ 25,250.00
 ("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: \$ 3,100,000.00
- (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: \$ 0.00
- (c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 20,300,000.00
- (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: \$ 90,000.00

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 ATTACHMENT
- (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: 5,000,000
- (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 February 26, 2002 Better World Telecom, Inc.
(Month & Day) (Year) (Exact Name of Corporation)

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

Andy Ray, Secretary by James Kenefick, 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).

Attachment to Illinois
Application for Certificate of Authority to Transact Business in Illinois
Illinois Offices for Contract Forwarding

1. Full Address: 11921 Freedom Drive, Suite 550, Reston, VA
20190

Officers & Directors

1. Full Name: James Kenefick
Officer/Director: Officer, Director / *President*
Officer's Title: CEO
Residence Address: 11561 Brass Lanter Court
City: Reston
State: VA
ZIP Code: 20194
2. Full Name: *Andy Ray*
Officer/Director: Officer, Director / *SECRETARY*
Officer's Title: CEO
Residence Address: 11561 Brass Lantern Court
City: Reston
State: VA
ZIP Code: 20194