

SEP 2 2003 12:45PM CORPORATION SVCS CO 1 of 1
F93000000265

Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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BASIC AMENDMENT

BTI INC.

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DIVISION OF CORPORATIONS

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

September 2, 2003

BTI INC.
1122 CAPITAL OF TEXAS HWY. SO.
AUSTIN, TX 78746US

SUBJECT: BTI INC.
REF: F93000000265

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Teresa Brown
Document Specialist

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SEP. 2. 2003 12:45PM

CORPORATION SVC CO

NO. 973 P. 3

H03000265389 4

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F93000000252

Document Number of Corporation (If known)

1. BTT INC.
(Name of corporation as it appears on the records of the Department of State)

2. DELAWARE 3. 02/13/1994
(Incorporated under laws of) (Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 06/27/2002

5. CINCINNATI BELL ANY DISTANCE INC.
(Name of corporation after the amendment, adding suffix "corporation," "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

6. If the amendment changes the period of duration, indicate new period of duration.

(New definition)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New instruction)

(Signature of the chairman or vice chairman of the board, president, or any officer, or if the corporation is in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary)

AMY COLLINS
(Typed or printed name)

8-26-03
(Date)

~~SECRETARY~~
(11C)

H03000265389 4

SEP. 2. 2003 12:46PM

CORPORATION SVC CO

NO. 973 P. 4

Delaware

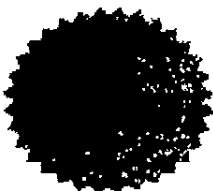
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PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "BTI INC.", FILED A CERTIFICATE OF MERGER, CHANGING ITS NAME TO "CINCINNATI BELL ANY DISTANCE INC.", THE TWENTY-SEVENTH DAY OF JUNE, A.D. 2003, AT 1:41 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2145225 8320

AUTHENTICATION: 2606172

030559725

DATE: 08-28-03

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