

Document Number Only

F95000000246

C T CORPORATION SYSTEM  
Requestor's Name  
1311 Executive Center Drive, Ste. 200  
Address  
Tallahassee, FL 32301 (904) 656-0290  
City State Zip Phone

CORPORATION(S) NAME

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JAN 17 11:10:03  
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Mountainview King Distance, Inc

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| <input checked="" type="checkbox"/> Foreign  | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Other              |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation            | <input type="checkbox"/> Change of R.A.     |
| <input type="checkbox"/> Reinstatement       | <input type="checkbox"/> Photo Copies           | <input type="checkbox"/> Fictitious Name    |
| <input type="checkbox"/> Certified Copy      | <input type="checkbox"/> CUS / G/S              |   |
| <input type="checkbox"/> Call When Ready     | <input type="checkbox"/> Call If Problem        | <input type="checkbox"/> After 4:30         |
| <input checked="" type="checkbox"/> Walk In  | <input type="checkbox"/> Will Wait              | <input checked="" type="checkbox"/> Pick Up |
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Document Examiner
Updater
Verifier
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W.P. Verifier

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**APPLICATION BY FOREIGN CORPORATION FOR  
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Mountainview Long Distance, Inc.  
(Name of corporation: must include the word "INCORPORATED," "COMPANY," or "CORPORATION" or words or abbreviations of like import in language, as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Missouri  
(State or country under the law of which it is incorporated)

3. October 10, 1991 4. Perpetual  
(Date of Incorporation) (Duration)

5. 43-1596154  
(Federal Employer Identification number, if applicable)

6. Upon Qualification  
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 500 Carlson Circle, Suite 300, San Marcos, Texas 78666  
(Current mailing address)

8. See attached purpose clause  
(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and street addresses of officers and or directors:

**A. Directors:**

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: Harold E. Lovelady

Address: 500 Carlson Circle, Suite 300

San Marcos, Texas 78666

Director: Gary C. Battz

Address: 500 Carlson Circle, Suite 300

San Marcos, Texas 78666

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DIVISION OF CORPORATIONS  
55 JAN 17 AM 10:03

**D. Officers:**

President: Harold E. Lovelady

Address: 500 Carlson Circle, Suite 300  
San Marcos, Texas 78666

Vice President: Bernice Rainonuk

Address: 500 Carlson Circle, Suite 300  
San Marcos, Texas 78666

Secretary: Gary C. Datz

Address: 500 Carlson Circle, Suite 300  
San Marcos, Texas 78666

Treasurer: Harold E. Lovelady

Address: 500 Carlson Circle, Suite 300  
San Marcos, Texas 78666

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

**10. Name and Street address of Florida registered agent:**

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road  
Plantation, Florida 33324

Zip Code

**11. Registered agent's acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Registered agent's signature: \_\_\_\_\_

C.T Corporation System

(Officer)

Kirk Hood, Asst. Secy.

(Typed Name and Title of Officer)

12. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

13. Harold E. Lovelady  
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. Harold E. Lovelady, President

(Name and capacity of person signing application)

**PURPOSE CLAUSE OF  
Mountaineer Long Distance, Inc.**

- (a) To engage in the buying and selling of intrastate and interstate long distance telephone services to meet the needs of residential and small business and users.
- (b) To carry on any other business in connection with the foregoing, as permitted by the laws of the State of Missouri.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
55 JAN 17 AM 10:03

# STATE OF MISSOURI



Rebecca McDowell Cook  
Secretary of State

CORPORATION DIVISION

## CERTIFICATE OF CORPORATE GOOD STANDING

95 JAN 17 AM 10:04

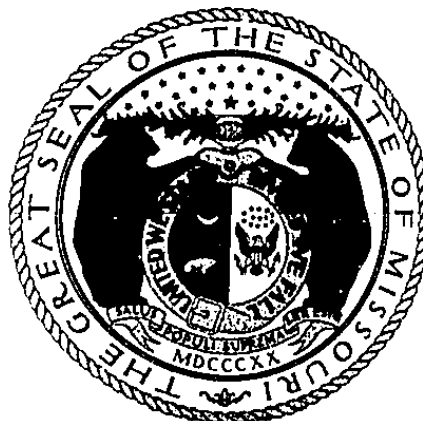
DIVISION OF CORPORATIONS

I, REBECCA McDOWELL COOK, SECRETARY OF STATE OF THE STATE OF MISSOURI, DO HEREBY CERTIFY THAT THE RECORDS IN MY OFFICE AND IN MY CARE AND CUSTODY REVEAL THAT MOUNTAINEER LONG DISTANCE, INC.

WAS INCORPORATED UNDER THE LAWS OF THIS STATE ON THE 10TH DAY OF OCTOBER, 1991, AND IS IN GOOD STANDING, HAVING FULLY COMPLIED WITH ALL REQUIREMENTS OF THIS OFFICE.

IN TESTIMONY WHEREOF, I HAVE SET MY HAND AND IMPRINTED THE GREAT SEAL OF THE STATE OF MISSOURI, ON THIS, THE 12TH DAY OF JANUARY, 1995.

*Rebecca McDowell Cook*  
Secretary of State



Document Number Only

F95000000246

C T CORPORATION SYSTEM

Requestor's Name

1311 Executive Center Drive, Ste. 10

Address

Tallahassee, FL 32301 (904) 656-0790  
City State Zip Phone

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CORPORATION(S) NAME

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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2/22

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

FILED  
FEB 22 PM 3:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SECTION I (1-3 must be completed)

1. Mountaineer Long Distance, Inc.  
Name of corporation as it appears on the records of the Department of State.
2. Incorporated under laws of: Missouri
3. Date authorized to do business in Florida: JANUARY 17, 1995

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?

February 12, 1995

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

Thrifty Call, Inc.

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

N/A

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

N/A

Harold E. Lovelady  
Signature

February 10, 1995  
Date

Harold E. Lovelady  
Typed or printed name

President  
Title

No. 00358195

# STATE OF MISSOURI



Rebecca McDowell Cook  
Secretary of State

CORPORATION DIVISION  
CERTIFICATE OF CORPORATE RECORDS

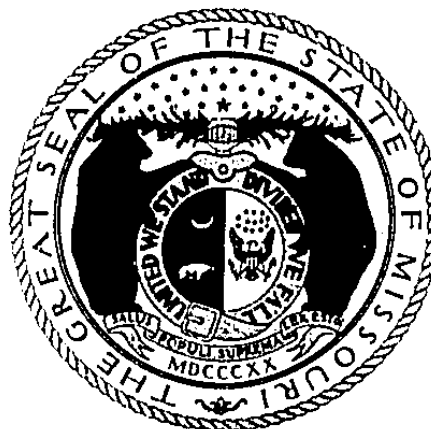
THRIFTY CALL, INC.

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95 FEB 22 PM 3:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, REBECCA MCDOWELL COOK, SECRETARY OF STATE OF THE STATE OF MISSOURI AND KEEPER OF THE GREAT SEAL THEREOF, DO HEREBY CERTIFY THAT THE ANNEXED PAGES CONTAIN A FULL, TRUE AND COMPLETE COPY OF THE ORIGINAL DOCUMENTS ON FILE AND OF RECORD IN THIS OFFICE.

IN TESTIMONY WHEREOF, I HAVE SET MY HAND AND IMPRINTED THE GREAT SEAL OF THE STATE OF MISSOURI, ON THIS, THE 17TH DAY OF FEBRUARY, 1995.

*Rebecca McDowell Cook*  
Secretary of State





# STATE OF MISSOURI



**Rebecca McDowell Cook**  
**Secretary of State**

CORPORATION DIVISION  
CERTIFICATE OF AMENDMENT

WHEREAS,

THRIFTY CALL, INC.

FORMERLY,

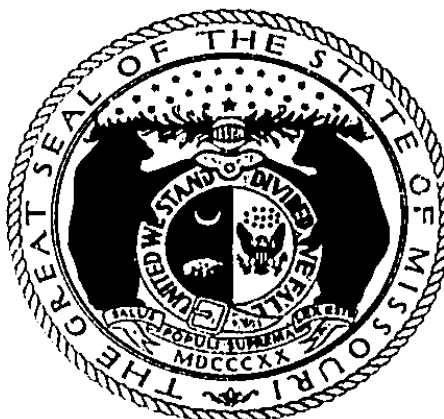
MOUNTAINEER LONG DISTANCE, INC.

A CORPORATION ORGANIZED UNDER THE GENERAL AND BUSINESS CORPORATION LAW HAS DELIVERED TO ME A CERTIFICATE OF AMENDMENT OF ITS ARTICLES OF INCORPORATION AND HAS IN ALL RESPECTS COMPLIED WITH THE REQUIREMENTS OF LAW GOVERNING THE AMENDMENT OF ARTICLES OF INCORPORATION UNDER THE GENERAL BUSINESS CORPORATION LAW, AND THAT THE ARTICLES OF INCORPORATION OF SAID CORPORATION ARE AMENDED IN ACCORDANCE THEREWITH.

IN TESTIMONY WHEREOF, I HAVE SET MY  
HAND AND IMPRINTED THE GREAT SEAL OF  
THE STATE OF MISSOURI. ON THIS 14TH  
14TH DAY OF FEBRUARY, 1991.

*Rebecca McDowell Cook*

Secretary of State



\$25.00

CERTIFICATE OF  
AMENDMENT OF ARTICLES OF INCORPORATION  
OF  
MOUNTAINEER LONG DISTANCE, INC.

Pursuant to the provisions of The General and Business Corporation Law of Missouri, the undersigned corporation certifies the following:

1. The present name of the corporation is Mountaineer Long Distance, Inc. (the "Corporation").
2. The name under which the Corporation was originally organized was Show-Mo Long Distance, Inc.
3. The following amendment to the Corporation's Articles of Incorporation was adopted by the shareholders of the Corporation as of January 23, 1995:

The existing Article I of the Corporation's Articles of Incorporation is deleted in its entirety and replaced with the following new Article I:

The name of the Corporation is: Thrifty Call, Inc.

4. Of the 5,000 shares of the Corporation's shares of common stock outstanding, 5,000 of such shares were entitled to vote on such amendment. None of such shares were entitled to vote as a class.

5. The number of shares voted for and against the amendment was as follows:

<i>Class</i>	<i>No. Voted For</i>	<i>No. Voted Against</i>
Common	5,000	0

6. The amendment did not change the number of authorized shares without par value.

7. The amendment did not provide for an exchange, reclassification, or cancellation of issued shares or a reduction of the number of authorized shares of any class below the number of issued shares of that class.

IN WITNESS WHEREOF, the undersigned, Harold E. Lovelady, President has executed this instrument and Bernice Rainosok, Assistant Secretary has attested hereto (but has not affixed any corporate seal because the Corporation does not have a seal) on the 10<sup>th</sup> day of February, 1995.

THRIFTY CALL, INC. (formerly known  
as Mountaineer Long Distance, Inc.)

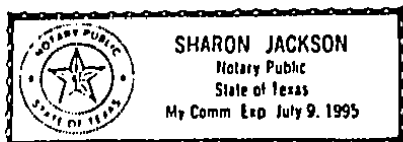
ATTEST:

Bernice Rainosok  
Bernice Rainosok, Assistant  
Secretary

By: Harold E. Lovelady  
Harold E. Lovelady, President

STATE OF TEXAS    )  
                              )  
COUNTY OF HAYS    )

Sharon Jackson, a notary public, do hereby certify that on the 10<sup>th</sup> day of February, 1995, personally appeared before me, Harold E. Lovelady, who being by me first duly sworn, declared that he is the President of Thrifty Call, Inc., that he signed the foregoing document as President of the corporation, and that the statements therein contained are true.



Sharon Jackson Notary Public

My commission expires 2-9-95

FILED AND CERTIFICATE  
ISSUED

FEB 14 1995

Rebecca McDowell Cook  
SECRETARY OF STATE