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File First

(Corporation Name)

(Document #)

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(Corporation Name)

(Document :

(Corporate Name)

Document :

☒

Walk in

☐ Pick up time

7

7

Mail out

☐ Will wait

Profit

NonProfit

Limited Liability

Domestication

Other

Amendment

Resignation of R.A., Officer/Director

Change of Registered Agent:

Dissolution/Withdrawal

Merger

9

7

1

Annual Report

Fictitious Name

Name Reservation

REGISTRATION/ QUALIFICATION

| | |
|---|---------|
| X | Foreign |
|---|---------|

Limited Partnership

Reinstatement

Trademark

Other

**HOLD FOR
PICKUP BY
UCC SERVICES**

Examiner's Initials

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO 'TRANSACTION' BUSINESS IN FLORIDA

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

1. U.S. TELESYS GP, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "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. Texas 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 6/24/94 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Not applicable
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))

7. US TELESYS

11811 North Frwy., Suite 875, Houston, TX 77060
(Current mailing address)

8. To transact any lawful business allowed under State law
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: NRAI Services, Inc.

Office Address: 526 E. Park Avenue

Tallahassee, Florida, 32301
(Zip Code)

10. 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.

W. Edwards Hargis

(Registered agent's signature)

11. 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.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Robert C. McNair
Address: 1600 Smith, 50th Floor
Houston, TX 77002
Vice Chairman: _____
Address: _____
Director: _____
Address: _____
Director: _____
Address: _____

B. OFFICERS

President: ~~& CEO: Roger L. Scott~~
Address: 11800 North Erwy., Suite 875
Houston, TX 77060
Vice President: Robert B. Ellis
Address: 11800 North Erwy., Suite 875
Houston, TX 77060
VP & Secretary: Marcus Robert Dussler, Jr.
Address: 1600 Smith, 50th Floor
Houston, TX 77002
VP & CFO/Treasurer: James M. Kendrigan
Address: 1600 Smith, 50th Floor
Houston, TX 77002

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Robert B. Ellis
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)
14. Robert B. Ellis, Executive Vice President
(Typed or printed name and capacity of person signing application)

Donald R. Kendall Jr
1600 Smith 50th Floor
Houston TX 77002

FILED

95 NOV -3 PM 3:15

RECEIVED
TALLAHASSEE, FLORIDA



The State of Texas

SECRETARY OF STATE

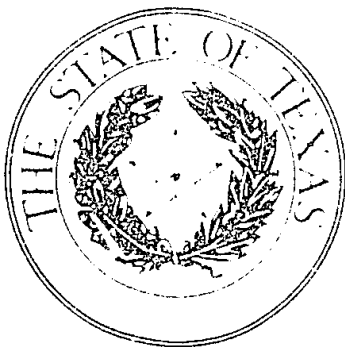
IT IS HEREBY CERTIFIED, that
Articles of Incorporation
of

U.S. TELESYS GP, INC.

were filed in this office and a certificate of incorporation was issued on
JUNE 24, 1994;

IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued, and
that the corporation is still in existence.

FILED
SECRETARY OF STATE
JUN 24 1994
AUSTIN TEXAS



IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on October 16, 1995.

Antonio O. Garza, Jr.

Antonio O. Garza, Jr.
Secretary of State

CEB