

F9600000060048

November 15, 1996

State of Florida
Secretary of State
Corporate Records Bureau
409 East Gaines Street
Tallahassee, FL. 32314

300002007823--1
-11/19/96--01077--005
*****70.00 *****70.00

To Whom It May Concern:

Enclosed please find duplicate originals and one copy of the Application for Certificate of Authority, a Certificate of Existence from the Iowa Secretary of State and a check for \$70.00.

Please file stamp the extra copy of the application, and return to me in the enclosed self-addressed stamped envelope, along with the certificate for our files.

Feel free to contact me at your convenience if there are any questions.

Very truly yours,

Beth Ann Schau

Beth Ann Schau
Legal Assistant

2/11/19
96 NOV 18 PM 2:22
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

enc.

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TRANSACT BUSINESS IN FLORIDA

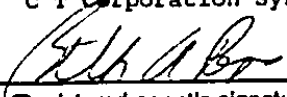
IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:

1. McLeod Telemanagement, 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. Iowa
(State or country under the law of which it is incorporated)
3. 42-1407242
(FEI number, if applicable)
4. July 26, 1993
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. December 1996 or January 1997
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.156, F.S.))
7. McLeod Telemanagement, Inc. 221 Third Ave, SE, Suite 500
Cedar Rapids, IA 52401
(Current mailing address)
8. telecommunications
(Purpose(s) of corporation authorized in home state or country to be carried out in the state Florida)
9. Name and street address of Florida registered agent:
Name: C T Corporation System
Office Address: c/o C T Corporation System, 1200 South Pine
Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System


(Registered agent's signature) (Officer)

Beth A. Pope, Assistant Secretary
(Type Name and Title of Officer)

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TALLAHASSEE, FLORIDA

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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Clark E. McLeod

Address: 221 Third Ave SE, Suite 500

Cedar Rapids, IA 52401

Director: _____

Address: _____

B. OFFICERS

President: Stephen C. Gray

Address: 221 Third Ave, SE Suite 500

Cedar Rapids, IA 52401

Vice President: _____

Address: _____

Secretary: Casey D. Mahon

Address: 221 Third Ave SE, Suite 500

Cedar Rapids, IA 52401

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TALLAHASSEE, FLORIDA

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Treasurer: Blake O. Fisher, JR

Address: 221 Third Ave SE, Suite 500
Cedar Rapids, IA 52401

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

13.


(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

Stephen C. Gray, President

14.

(Typed or printed name and capacity of person signing application)

IOWA

No. 00080351
Date: 10/25/1996

SECRETARY OF STATE

490 DP-000168002
MCLEOD TELEMAGEMENT, INC.
ATTN: BETH
221 3RD AVE SE
CEDAR RAPIDS, IA 52401

CERTIFICATE OF EXISTENCE

Name: MCLEOD TELEMAGEMENT, INC.
Begin date: 19930726
Expiration: PERPETUAL

I, PAUL D. PATE, secretary of state of the state of Iowa, custodian of the records of incorporations, certify that the corporation named on this certificate is in existence and was duly incorporated under the laws of Iowa on the date printed above, that all fees required by the Iowa business corporation act have been paid by the corporation, that the most recent annual corporate report has been filed by the secretary of state, and that articles of dissolution have not been filed.

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TALLAHASSEE, FLORIDA



Paul D. Pate

SECRETARY OF STATE



Printed on
Recycled Paper

Document Number Only

F96000006048

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

CORPORATION(S) NAME

400002062074--2
-01/17/97--01077--008
*****35.00 *****35.00

McLeod Telemanagement, Inc

Changed name to:

McLeod USA Telecommunications Services, Inc

☐ Profit

☐ NonProfit

☐ Limited Liability Company

☐ Foreign

☒ Amendment

☐ Dissolution/Withdrawal

☐ Merge

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Limited Liability Partnership

☐ Certified Copy

☐ Annual Report

☐ Reservation

☐ Photo Copies

☐ Other

☐ Change of R.A.

☐ Fictitious Name

☐ CUS

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Call if Problem

☐ Will Wait

☐ After 4:30

☒ Pick Up

Name
Availability

Document
Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

PLEASE RETURN EXTRA COPY(S)
FILE STAMPED

1/17/97

Thane
Chapman
1-23-97

RECEIVED
97 JAN 17 PM 12:04
DIVISION OF CORPORATION

CR2E031 (1-89)



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 21, 1997

G T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: MCLEOD TELEMAGEMENT, INC.
Ref. Number: F9600006048

We have received your document for MCLEOD TELEMAGEMENT, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to the certificate from Iowa, the date on #4 should read December 27, 1996, effective January 1, 1997.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6906.

Darlene Connell
Corporate Specialist

Letter Number: 197A00002718

Darlene,

1-22-97

Please see correction
+ backdate to 1-17-97

Thanks -
Sandra for Joey

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

SECTION I (1-3 must be completed)

1. McLeod Telemanagement, Inc.
Name of corporation as it appears within the records of the Department of State.
2. Incorporated under laws of: Iowa
3. Date authorized to do business in Florida: November 18, 1996

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TALLAHASSEE, 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?


12-27-96 effective 1-1-97

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

McLeodUSA Telecommunications Services, Inc.

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

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



Signature
Name and Title

Casey D. Mahon, Secretary

January 13, 1997

Date

168002

ARTICLES OF AMENDMENT
OF
MCLEOD TELEMAGEMENT, INC.

2

507916 AMERIO 450.00 SFO

TO THE SECRETARY OF STATE OF THE STATE OF IOWA:

Pursuant to the provisions of Sections 490.1005 and 490.1006 of the Iowa Business Corporation Act, the undersigned corporation adopts the following amendments to the corporation's Articles of Incorporation.

1. The name of the corporation, prior to the effective date of these Articles of Amendment, is McLeod Telemagement, Inc. The name of the corporation following the effective date of these Articles of Amendment will be McLeodUSA Telecommunications Services, Inc.

2. The corporation has elected to amend Article I of the Articles of Incorporation to read as follows:

The name of the corporation is McLeodUSA Telecommunications Services, Inc.

3. The amendment was adopted by all members of the Board of Directors and the sole shareholder by unanimous written consent, without a meeting effective Dec 27, 1996, all in accordance with Section 490.1003 of the Iowa Business Corporation Act. The number of shares of the corporation outstanding at the time of adoption of the amendment was 1000 shares, common stock, the number of shares entitled to vote on the amendment was 1000 shares, common stock, and the number represented at the time of adoption was 1000 shares of common stock. All 1000 shares of common stock were voted in favor of adoption.

4. The effective date and time of this amendment is 12:01 a.m. January 1, 1997.

MCLEOD TELEMAGEMENT, INC.

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SECRETARY OF STATE
12-27-96
2:15 PM

W130541



By:


Casey D. Mahon, Secretary

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