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FILED
00 OCT -6 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



ACCOUNT NO. : 072100000032
REFERENCE : 850020 5170236
AUTHORIZATION :
COST LIMIT : \$ 35.00

Patricia Pizito

ORDER DATE : October 2, 2000
ORDER TIME : 9:55 AM
ORDER NO. : 850020-035
CUSTOMER NO: 5170236

CUSTOMER: Ms. Carmen Luis
Nextlink Communications, Inc.
Suite 600
1501 Farm Credit Drive
McLean, VA 22102

200003416832--6

FOREIGN FILINGS

NAME: NEXTLINK LONG DISTANCE
SERVICES, INC.

XX PROFIT XX CORPORATE
 NON-PROFIT LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

RECEIVED
00 OCT -6 AM 10:49
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

N.C.
G. COULLETTE OCT 0 6 2000

STATE of WASHINGTON



SECRETARY of STATE

I, **RALPH MUNRO**, Secretary of State of the State of Washington and custodian of its seal,

hereby issue this certificate that according to records on file in this office,

Articles of Amendment to

NEXTLINK LONG DISTANCE SERVICES, INC.

a Profit corporation, whereby the corporate name is changed to

XO LONG DISTANCE SERVICES, INC.

was received and filed by this office on September 27, 2000.



Date: October 4, 2000

*Given under my hand and the Seal of the State
of Washington at Olympia, the State Capital*

A handwritten signature in black ink, appearing to read "Ralph Munro".

Ralph Munro, Secretary of State