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Foreign Limited Liability Company Talk America, LLC

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COVER LETTER

	Talk America, LLC					
BJECT: _		Name	of Limited Liability	Сопрапу	,	
enclosed ' stence, and	"Application by Fo	reign Limited Liability Co ed to register the above re	ompany for Authoriz ferenced foreign lim	ation to T ited liabil	ransact Business in Florida," ity company to transact busin	Certificaties in Plo
se return a	all correspondence	concerning this matter to (he following:			
•		Pierce Hunter	•			
			Name of Person			
	. k	(utak & Rock	•			
			Firm/Company			
•	124	West Capitol Avenue, Si	uite 2000			
			Address			
	Little Rock	, Arkansas 72201				
		City	/State and Zip Code			
	Pierce.Hunter	@kutakrock.com				
•		E-mail address: (to be us	sed for future annual	report no	tification)	
urther info	rmation concerning	g this matter, please call:				
			at ()		
	Name o	Contact Person	Area Code	Day	ytime Telephone Number	
Division Registr	ING ADDRESS: on of Corporations ration Section ox 6327 assee, FL 32314	:		Division Registrat Clifton E 2661 Exc	CADDRESS: of Corporations clon Section Suilding secutive Center Circle sec, FL 32301	
sed is a ch	eck for the followi 5.00 Filing Fee	ng amount: ☐ \$130.00 Filing Fee & Certificate of Status	\$155.00 Filip	g Fee &	S160.00 Filing Fee, Cer of Status & Certified Copy	

4/12/2016 2:17:44 PM From: To: 8506176383(3/4)

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 605.0902, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN. LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA: Talk America, LLC (Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.") Talk America, LLC dba Windstream Talk America, LLC (If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida. The alternate name must include "Limited Liability Company," "L.L.C," or "LLC.") Delaware 23-2582790 (Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized) Formerly Talk America Inc. (P3810Hu7); merged into DE Entity and converted into LLC (Date first transacted business in Florida, if prior to registration.) (See sections 605.0904 & 605.0905, F.S. to determine penalty liability) 4001 North Rodney Parham Road Little Rock, AR 72212 (Street Address of Principal Office) 4001 North Rodney Parham Road Little Rock, AR 72212 (Malling Address) 7. Name and street address of Florida registered agent: (P.O. Box NOT acceptable) C T Corporation System 1200 South Pine Island Road, Broward County Office Address: Plantation' Registered agent's acceptance: Having been named as registered agent and to accept service of process for the above stated limited Hability company 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 complywith 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. Laura Broderick Assistant Secretary (Registered agent's signature) 8. The name, title or capacity and address of the person(s) who has/have authority to manage is/are: Anthony W. Thomas, Manager, Parham Road, Little Rock, AR 72212 John P. Fletcher, Manager 9. Attached is a certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted This document is executed in accordance with section 605.0203 (1) (b), Plorida Statutes. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Kristi Moody, Senior Vice President - Corporate Secretary

Typed or printed name of signee

Delaware The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY "TALK AMERICA, LLC" IS DULY FORMED

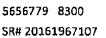
UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND

HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS

OF THE THIRTIETH DAY OF MARCH, A.D. 2016.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.





Authentication: 202066485

Date: 03-30-16

You may verify this certificate online at corp.delaware.gov/authver.shtml