

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

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To:

Division of Corporations
Fax Number : (850) 617-6383

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 205-8842
Fax Number : (850) 878-5368

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

16 FEB 25 PM 3:52

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
TW TELECOM HOLDINGS II LLC**

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$25.00

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2016 FEB 25 PM 4:16

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FEB 26 2016

S. YOUNG

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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE
AMENDMENT TO CERTIFICATE OF AUTHORITY TO TRANSACT
BUSINESS IN FLORIDA**

SECTION I (1-4 must be completed)

1. Name of limited liability Company as it appears on the records of the Florida Department of

State: tw telecom holdings llc

Enter new principal office address, if applicable: _____

(Principal office address)

MUST BE A STREET ADDRESS

Enter new mailing address, if applicable: _____

(Mailing address)

MAY BE A POST OFFICE BOX

2. The Florida document number of this limited liability company is: M98000001186

3. Jurisdiction of its organization: Delaware

4. Date authorized to do business in Florida: 10/15/98

SECTION II (5-9 complete only the applicable changes)

5. New name of the limited liability company: Level 3 Telecom Holdings II, LLC
(must contain "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must contain "Limited Liability Company," "L.L.C." or "LLC.")

6. If amending the registered agent and/or registered officer address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent: _____

New Registered Office Address: _____

Enter Florida Street Address

_____, Florida _____
City Zip Code

New Registered Agent's Signature, if changing Registered Agent:

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 as provided for in Chapter 605, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

If Changing Registered Agent, Signature of New Registered Agent

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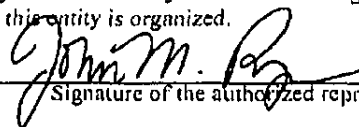
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

8. If the amendment changes person, title or capacity in accordance with 605.0902 (1)(e), indicate that change:

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
			<input type="checkbox"/> Add
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9. Attached is a certificate, if required: no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.



Signature of the authorized representative

John M Ryan, Manager

Typed or printed name of signee

Filing Fee: \$25.00

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE CERTIFICATE OF AMENDMENT OF "TW TELECOM HOLDINGS II
LLC", CHANGING ITS NAME FROM "TW TELECOM HOLDINGS II LLC" TO
"LEVEL 3 TELECOM HOLDINGS II, LLC", FILED IN THIS OFFICE ON THE
FIRST DAY OF FEBRUARY, A.D. 2016, AT 11:41 O'CLOCK A.M.

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TALLAHASSEE, FLORIDA
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Jeffrey W. Bullock, Secretary of State

2919264 8100
SR# 20160496287

Authentication: 201763957
Date: 02-02-16

State of Delaware
Secretary of State
Division of Corporations
Delivered 11:41 AM 02/01/2016
FILED 11:41 AM 02/01/2016
SR 20160496287 - File Number 2919264

STATE OF DELAWARE CERTIFICATE OF AMENDMENT

1. Name of Limited Liability Company: tw telecom holdings II llc
2. The Certificate of Formation of the limited liability company is hereby amended as follows:

The name of the limited liability company is Level 3 Telecom Holdings II, LLC.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on
the 1st day of February, A.D. 2016.

By:


Authorized Person(s)

Name: John M. Ryan, Manager

Print or Type

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