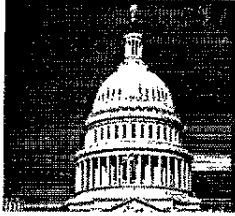


m99000001269



Telecomm Regulatory Services, Inc.

August 04, 1999

Diane Cushing
Florida Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: DialTek, LLC

Dear Diane Cushing:

400002956004--8
-08/10/99-01061-003
****285.00 ****285.00

Enclosed for filing please find an original Certificate of Existence issued by the State of Washington dated July 7, 1999, the application by a foreign LLC for authorization to transact business in Florida, and the resolution of the LLC to adopt the name "DTJ Telecommunications, LLC" in the State of Florida. Finally, please find our check in the sum of \$285 as the filing fee for the filing of the documents.

If there are any questions or problems with the documents transmitted herewith, please immediately contact me by telephone so that they may be resolved. We have an application before the Public Utilities Commission which requires the issuance of the Certificate of Authority before final action is taken, and frankly, I allowed the re-filing on proper forms to slip by without immediate action.

99
AUG 15 PM 3 15
FILED
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

Please forward the receipt or certificate, as the case may be, directly to the undersigned at the address within address. Thank you for your help in this matter.

Name	<i>8/11/99</i>
Availability	<i>Yes</i>
Document Examiner	Sincerely, DCC
Updater	<i>[Signature]</i>
Updater Verifier	Jerry W. Hendricks. Consultant
Acknowledgement	cc: DialTek, LLC DCC
W. P. Verifier	DCC

G. TAX	_____
FILING	285.00
R. AGENT FEE	_____
C. COPY	_____
TOTAL	_____
N. BANK	_____
BALANCE DUE	_____
REFUND	_____

Suite 3
36399 Cathedral Canyon Drive (760) 328-8397 (telephone)
Cathedral City, CA 92234 (760) 328-8597 (facsimile)

PO Box 1608
Cathedral City, CA 92235-1608

m99000001269

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

800002729478--6
-01/04/99--01114--003
*****70.00 *****70.00

SUBJECT: DialTed, LLC
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Jerry W. Hendricks
(Name of Person)
Telecomm Regulatory Services, Inc.
(Firm/Company)
11655 SW Allen Blvd., #23
(Address)
Beaverton, OR 97005-4849
(City, State and Zip Code)

Should you need to call someone concerning this matter, please call:

Name	1/14/99 Jerry W. Hendricks	at (541) 641 - 5169
Availability	ccc (Name of Person)	Area Code & Daytime Telephone Number
Document Examiner	ECC	
Updater	ccc	
Updater Verifier	COURIER ADDRESS:	MAILING ADDRESS:
Acknowledgement	Qualification/Tax Lien Sec.	Qualification/Tax Lien Sec.
W. P. Verifier	Division of Corporations	Division of Corporations
	409 E. Gaines St.	P. O. Box 6327
	Tallahassee, FL 32399	Tallahassee, FL 32314

8010000099



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 14, 1999

JERRY W. HENDRICKS
TELECOMM REGULATORY SERVICES, INC.
11655 SW ALLEN BLVD., #23
BEAVERTON, OR 97005-4849

SUBJECT: DIALTED, LLC
Ref. Number: W99000001033

We have received your document for DIALTED, LLC and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The fees to qualify a foreign limited liability company total \$285.00 and breakdown as follows: \$250.00 filing fee for the application and affidavit and \$35 registered agent designation fee. An additional \$52.50 is due for each certified copy requested and an additional \$8.75 is due for each certificate of status requested.

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

You have completed the wrong application. Please complete the application for a limited liability company.

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 (850) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 799A00001911



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 17, 1999

JERRY W. HENDRICKS
DIALTEK, LLC
P.O. BOX 1608
CATHEDRAL, CA 92235-1608

SUBJECT: DIALTEK, LLC
Ref. Number: W99000001033

We have received your document for DIALTEK, LLC and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the limited liability company must adopt an alternate name for use in the state of Florida. To adopt an alternate name the entity must submit a resolution signed by a managing member or manager adopting the alternate name for use in the state of Florida. The alternate name must end with "L.L.C.," "L.C.," "Limited Liability Company" or "Limited Company."

The fees to qualify a foreign limited liability company total \$285.00 and breakdown as follows: \$250.00 filing fee for the application and affidavit and \$35 registered agent designation fee. An additional \$52.50 is due for each certified copy requested and an additional \$8.75 is due for each certificate of status requested.

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

You have completed the wrong application. Please complete the application for a limited liability company.

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 (850) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 799A00001911

RESOLUTION OF MANAGING MEMBERS OR MANAGERS


I, the undersigned Jerry W. Hendricks, Authorized Representative
(Name)

do hereby certify that this Resolution of the Managing Members or Managers of
DIALTEK, LLC
(Name of Limited Liability Company)

a limited liability company duly organized and existing under the laws of the State of
Washington, was duly adopted on July 27, 19 99.

Be it resolved, that DIALTEK, LLC
(Name of Limited Liability Company)
organized and existing in the state of Washington, hereby adopts the
name of DTK Telecommunications, LLC for use in Florida

Dated: July 27, 1999



Signature of a Member or an Authorized Representative of a Member

99 AUG 10 PM 3:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

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

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. DIALTEK, LLC
(Name of foreign limited liability company)
2. State of Washington
(Jurisdiction under the law of which foreign limited liability company is organized)
3. _____
(FEI number, if applicable)
4. February 18, 1998
(Date of Organization)
5. 2021
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon Approval
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. Suite 1601, 1000 Second Avenue
Seattle, WA 98104
(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>Charles R. Power</u>	<u>MGR</u>	_____	_____
<u>Suite 1601</u>		_____	
<u>1000 Second Ave.</u>		_____	
<u>Seattle, WA 98104</u>		_____	
_____		_____	
_____		_____	
_____		_____	
_____		_____	
_____		_____	

FILED
 99 AUG 10 PM 3:03
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of DIALTEK, LLC
_____ certifies:

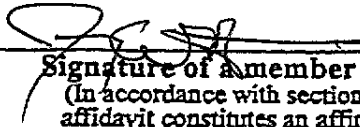
1) the above named limited liability company has at least one member;

2) the total amount of cash contributed by the member(s) is \$ 50,000;

3) if any, the agreed value of property other than cash contributed by member(s) is \$ NONE;
(A description of the property is attached and made a part hereto.)
and

4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is \$ 50,000
(This total includes amounts from 2 and 3 above.)

FILED
99 AUG 10 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this
affidavit constitutes an affirmation under the penalties of perjury that the facts
stated herein are true.)

Jerry W. Hendricks, Authorized Representative

Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

DIALTEK, LLC.

2. The name and the Florida street address of the registered agent and office are:

NRAI Services, Inc.

(Name)

526 E. Park Avenue

Florida street address (P.O. Box NOT ACCEPTABLE)

Tallahassee,

FL 32301

City/State/Zip

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 AUG 10 PM 3:15

FILED

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Gene Deland

(Signature)

Asst Secy, NRAI SERVICES, INC.

Filing Fee: \$ 35 for Designation of Registered Agent

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 OF EXISTENCE/AUTHORIZATION

OF

DIALTEK, LLC

I FURTHER CERTIFY that the records on file in this office show that the
above named limited liability company was formed under the laws of the
State of Washington and was issued a Certificate of Formation
in Washington on February 18, 1998.

I FURTHER CERTIFY that as of the date of this certificate, no Articles of Dissolution
have been filed, and that the limited liability company is duly authorized to
transact business in the limited liability company form in the State of Washington.

FILED
99 AUG 10 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Date: July 7, 1999

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


S. GR...
Ralph Munro, Secretary of State