

PAID T.R.A.	
Chk #	<u>1009106735</u>
Amount	<u>25.00</u>
Rcvd By	<u>DR</u>
Date	<u>1-30-01</u>

January 26, 2001

REC'D TH
REGULATORY AUTH.

JAN 30 PM 8 24



OFFICE OF THE
EXECUTIVE SECRETARY

Telelobe
Business
Solutions

3900 Skyhawk Drive
Chantilly, Virginia 20151 USA

VIA OVERNIGHT MAIL

David Waddell, Secretary
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505

01-00094
126171

Re: Notification of Name Change of Telelobe Business Solutions to eMeritus Communications, Inc.

Dear Mr. Waddell:

On behalf of Telelobe Business Solutions, ("TBS" or "Company"), this letter is to notify the Tennessee Regulatory Authority ("TRA") of the Company's intention to change its name to eMeritus Communications, Inc. ("eMeritus"). A copy of the Amended Certificate of Authority to Transact Business in the State of Tennessee is attached hereto as Exhibit A. Also enclosed as Exhibit B for the TRA's reference is a copy of the notice that TBS will provide to each of its customers to advise them of the name change.

By way of background, TBS provides telecommunications services in the State of Tennessee pursuant to certification issued in Case No. 95-02455 (July, 18, 1995), and Case No. 96-00982 (August 13, 1996). TBS does not currently provide local services in Tennessee. Including Tennessee, TBS authorized to provide intrastate interexchange and/or exchange telecommunications services in 48 jurisdictions, pursuant to certification, registration, or (where appropriate) deregulation. TBS is also authorized by the Federal Communications Commission ("FCC") to provide resold and facilities-based international message telecommunications services between the United States and various international points.

TBS has determined that the name change from Telelobe Business Solutions to eMeritus Communications, Inc. will be a valuable step in developing the Company's telecommunications services and in implementing its ongoing business plan. The name change will not in any way inconvenience or cause harm to TBS' customers. Attached as Exhibit C is TBS' revised tariff indicating the name change. Consumers will continue to be provided high quality, affordable services by the Company under the name eMeritus Communications, Inc.

1/30/01

CHK 1009006735 25.00
PAID
1/30/01

Secretary of State
Division of Business Services
312 Eighth Avenue North
6th Floor, William R. Snodgrass Tower
Nashville, Tennessee 37243

DATE: 12/27/00
REQUEST NUMBER: 4077-0714
TELEPHONE CONTACT: (615) 741-2286
FILE DATE/TIME: 12/27/00 0958
EFFECTIVE DATE/TIME: 12/27/00 1630
CONTROL NUMBER: 0331383

TO:
C T CORPORATION SYSTEM
SUITE 400
1025 VERMONT AVE, NW
WASHINGTON, DC 20005

RE:
EMERITUS COMMUNICATIONS, INC.
APPLICATION FOR AMENDED CERTIFICATE OF
AUTHORITY - FOR PROFIT

THIS WILL ACKNOWLEDGE THE FILING OF THE ATTACHED DOCUMENT WITH AN
EFFECTIVE DATE AS INDICATED ABOVE.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR
FILING, PLEASE REFER TO THE CORPORATION CONTROL NUMBER GIVEN ABOVE.

FOR: APPLICATION FOR AMENDED CERTIFICATE OF
AUTHORITY - FOR PROFIT

ON DATE: 12/27/00

FROM:
C T CORPORATION SYSTEM (DC-1025 VERMONT
1025 VERMONT AVE NW
SUITE 400
WASHINGTON, DC 20005-0000

RECEIVED: FEES \$20.00 \$0.00
TOTAL PAYMENT RECEIVED: \$20.00

RECEIPT NUMBER: 0000277769
ACCOUNT NUMBER: 00070922



Riley C. Darnell

RILEY C. DARNELL
SECRETARY OF STATE

APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

#18

Tele globe Business Solutions Inc.

FILED

To the Secretary of State of the State of Tennessee:

Pursuant to the provisions of Section 48-25-104 of the Tennessee Business Corporation Act, the undersigned corporation hereby applies for an amended certificate of authority to transact business in the State of Tennessee, and for that purpose sets forth:

1. The name of the corporation is eMeritus Communications, Inc.

If different, the name under which the certificate of authority is to be obtained is _____

2. The state or country under whose law it is incorporated is Delaware

3. The date of its incorporation is December 20, 1996 (must be month, day, and year), and the period of duration, if other than perpetual, is _____

4. The complete street address (including zip code) of its principal office is _____

8750 North Central Expressway, Suite 2000, Dallas, Texas 75231

Street City State/Country Zip Code

5. The complete street address (including the county and the zip code) of its registered office in Tennessee is c/o C T Corporation System, 530 Gay Street, Knoxville, Tennessee, County of Knox 37902

Street City/State County Zip Code

The name of its registered agent at that office is C T Corporation System

6. The names and complete business addresses (including zip code) of its current officers are: (Attach separate sheet if necessary.)

See attached list of officers

7. The names and complete business addresses (including zip code) of its current board of directors are: (Attach separate sheet if necessary.)

Kenny A. Troutt, 8750 North Central Expressway, Suite 2000, Dallas, Texas 75231
Christina Gold, 8750 North Central Expressway, Suite 2000, Dallas, Texas 75231

8. The corporation is a corporation for profit.

9. If the document is not to be effective upon filing by the Secretary of State, the delayed effective date/time is N/A, 19____ (date), _____ (time).

[NOTE: A delayed effective date shall not be later than the 90th day after the date this document is filed by the Secretary of State.]

[NOTE: This application must be accompanied by a certificate of existence (or a document of similar import) duly authenticated by the Secretary of State or other official having custody of corporate records in the state or country under whose law it is incorporated. The certificate shall not bear a date of more than one (1) month prior to the date the application is successfully filed in Tennessee.]

December 19, 2000

Signature Date

Vice President

Signer's Capacity

eMeritus Communications, Inc.

Name of Corporation

Christopher P. Kelly

Signature

Christopher P. Kelly

Name (typed or printed)

10/1/15
Directors and Officers
of
eMeritus Communications, Inc.

Name	Title	Address
Kenny Troutt	Chairman of the Board	
Christina A. Gold	Chief Executive Officer and Director	8750 North Central Expressway, Dallas, TX 75231
Selby A. Shaver	President and Chief Operating Officer	8751 North Central Expressway, Dallas, TX 75231
Christopher P. Kelly	Vice President, General Counsel and Secretary	8752 North Central Expressway, Dallas, TX 75231
Jim G. Timmer	Executive Vice President and Chief Financial Officer	8753 North Central Expressway, Dallas, TX 75231
Scott Rowsell	Executive Vice President and Chief Information Officer	8754 North Central Expressway, Dallas, TX 75231
Malcolm Aylett	Executive Vice President and Chief Operating Officer, International	8755 North Central Expressway, Dallas, TX 75231
Jacques Deforges	Vice President and Treasurer	8756 North Central Expressway, Dallas, TX 75231
Kevin Pennington	Executive Vice President, Administration	8757 North Central Expressway, Dallas, TX 75231
Robert Keil	Executive Vice President, Operations	8758 North Central Expressway, Dallas, TX 75231
Steve Richards	Senior Executive Vice President, North American Marketing and Sales	8759 North Central Expressway, Dallas, TX 75231
Margaret Osborne McKain	Executive Vice President, Marketing and Product Management	8760 North Central Expressway, Dallas, TX 75231
Randy McNeal	Vice President and General Manager	8761 North Central Expressway, Dallas, TX 75231
Andre Bourbonnais	Assistant Secretary	8762 North Central Expressway, Dallas, TX 75231

State of Delaware

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EMERITUS COMMUNICATIONS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTIETH DAY OF DECEMBER, A.D. 2000.



A handwritten signature in cursive script, reading "Edward J. Freel", is written over a horizontal line.

Edward J. Freel, Secretary of State

AUTHENTICATION: 0867699

2696784 8300

001637862

DATE: 12-20-00

EXHIBIT B

Customer Notification



January 15, 2001

Teleglobe Business Solutions
3900 Skyhawk Drive
Chantilly, VA 20151

Dear Valued Customer:

I am writing to inform you of an exciting new change at Teleglobe Business Solutions, your current telecommunications provider. After many months of hard work, Teleglobe Communications Corporation and BCE, Inc. have completed their merger, creating one of the world's largest and most advanced communications companies. Teleglobe and BCE have merged in a transaction that will create additional value not only for our shareholders, but also for our business customers. BCE is a world leader in telecommunications with over 60,000 employees, \$14 billion in annual revenue, and most importantly, a track record of superior customer service and cutting edge products that is unrivaled in the ever-changing telecommunications industry.

As a result of our merger, we have decided to implement a change in our business's name to better reflect the high level of service that Teleglobe Business Solutions works to provide you everyday. As of February 1, 2001, Teleglobe Business Solutions will be named. . .

eMeritus Communications, Inc.

This change does not require any action on your part.

- Our merger will ultimately benefit, you, our customer. **eMeritus** will remain focused on our business customers in North America.
- Your communications service will neither be disrupted in any way, nor will you see any change in the support teams you currently rely on for service.
- Your future communications invoices will bear the **eMeritus** name.
- If you are a voice customer, please be assured that your carrier has not been changed by a competitor [slammed] without your permission.

eMeritus' mission, as part of the BCE global family, is to continue to improve the quality and depth of the communications services you use today. Please be on the lookout for more **eMeritus** news in the near future. If you have any questions or concerns, please contact your current support representative, our Business Customer Service Department at **1-800-871-0999**, or Dedicated Access Support at **1-877-827-7371**.

Thank you for your continued business.

Sincerely,

A handwritten signature in black ink, appearing to read "T. Beahn". The signature is stylized with a large, sweeping "T" and a cursive "Beahn".

Thomas Beahn
Vice President, Product Marketing