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T.R.A. DOCKET ROOM

March 26, 2014



14-00037

Via Overnight Mail

Executive Secretary
Tennessee Regulatory Authority
502 Deaderick Street, 4th Floor
Nashville, TN 37243

RECEIVED

MAR 27 2014

TN REGULATORY AUTHORITY
UTILITIES DIVISION

Re: Company Name Change: IntelPeer, Inc. to Airus, Inc.

Dear Sir or Madam,

Please accept this letter as IntelPeer, Inc.'s request to change its corporate name to Airus, Inc. IntelPeer, Inc. is authorized to provide local exchange telecommunications services and intrastate interexchange services pursuant to authority granted by the Commission in Docket No. 09-00201 and elected market-based regulation on May 3, 2011. This name change is not an element of a larger transaction. No changes have been made to the Company's corporate organization or ownership. Moreover, the change of the Company's name does not affect the rates, terms and conditions under which IntelPeer's customers would receive service. Importantly, IntelPeer currently does not have end user communications customers in Tennessee. Therefore, no notice letter has been drafted. The Company requests that its authorization in Tennessee be reissued or otherwise revised to reflect its new name.

Airus is a Delaware corporation, registered with the Tennessee Secretary of State to transact business as a foreign corporation. A copy of the Company's amended formation documents is appended as Attachment 1. A copy of the Company's amended foreign corporate qualification document is provided in Attachment 1.

Upon approval, Airus intends to refile and mirror its tariffs currently on file with the Commission, except for the changed name and contact information. Finally, the bond in the name of Airus was previously submitted to the Commission.

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In the event that the Company needs to take any further action to effectuate this name change or if there are any questions regarding this letter, please contact the undersigned at 312.878.4137 or via email at joost@peerlessnetwork.com.

Enclosed are an original and three (3) of this filing. Please date-stamp and return an additional copy of this letter in the envelope provided as evidence of the filing. Thank you in advance for your assistance with this matter.

Cordially,

A handwritten signature in cursive script, appearing to read "Julie Musselman Oost".

Julie Musselman Oost
*Vice President, Regulatory Affairs and Contract
Management*

Attachments

Error! Unknown document property name.

Attachment 1

Amended Delaware Formation Documents

Amended Tennessee Qualification Documents

Delaware

PAGE 1

The First State

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 "INTELEPEER, INC.", CHANGING ITS NAME FROM "INTELEPEER, INC." TO "AIRUS, INC.", FILED IN THIS OFFICE ON THE TWELFTH DAY OF DECEMBER, A.D. 2013, AT 4:36 O'CLOCK P.M.


A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

4231218 8100

131418827

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1010399

DATE: 12-24-13

**CERTIFICATE OF AMENDMENT TO
AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
INTELEPEER, INC.**

INTELEPEER, INC., (the "**Corporation**") a corporation organized and existing under and by virtue of the provisions of the General Corporation Law of the State of Delaware (the "**DGCL**"),

DOES HEREBY CERTIFY:

FIRST: The name of the Corporation is IntelPeer, Inc. and that this Corporation was originally incorporated pursuant to the DGCL on October 5, 2006 under the name Voex, Inc. An Amended and Restated Certificate of Incorporation of the Corporation was filed with the Secretary of State of Delaware on January 31, 2012. A Certificate of Merger was filed with the Secretary of State of Delaware on July 23, 2012 which amended the Amended and Restated Certificate of Incorporation of the Corporation.

SECOND: That the Board of Directors duly adopted resolutions proposing to amend the Amended and Restated Certificate of Incorporation, declaring said amendment to be advisable and in the best interests of this Corporation and its stockholders, and authorizing the appropriate officers of this Corporation to solicit the consent of the stockholders therefor, which resolution setting forth the proposed amendment is as follows:

RESOLVED, that Article I of the Amended and Restated Certificate of Incorporation of this Corporation be amended and restated in its entirety as follows:

"ARTICLE I

"The name of this Corporation is Airus, Inc. (the "**Corporation**")."


THIRD: The foregoing amendment was approved by the holders of the requisite number of shares of said Corporation in accordance with Sections 228 and 242 of the DGCL.

FOURTH: The foregoing amendment has been duly adopted in accordance with Section 242 of the DGCL.

[Remainder of page intentionally left blank]

IN WITNESS WHEREOF, IntelePeer, Inc. has caused this Certificate of Amendment of Certificate of Incorporation to be signed by its President this 12th day of December, 2013.

INTELEPEER, INC.

By: 
John Barnicle
President

*Signature page to
Certificate of Amendment to
Amended and Restated
Certificate of Incorporation of
IntelePeer, Inc.*

State of Tennessee



Department of State
Corporate Filings
312 Rosa L. Parks Avenue
6th Floor, William R. Snodgrass Tower
Nashville, TN 37243

APPLICATION FOR AMENDED
CERTIFICATE OF AUTHORITY
(FOR PROFIT)

For Office Use Only

FILED

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 IntelePeer, Inc.
If different, the name under which the certificate of authority is to be obtained is Airus, Inc.
2. The state or country under whose law it is incorporated is Delaware
3. The date of its incorporation is 10/08/2009 (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 _____

<u>222 South Riverside Plaza, Suite 2730</u>	<u>Chicago</u>	<u>IL</u>	<u>60606</u>
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 _____

<u>800 South Gay Street, Suite 2021</u>	<u>Knoxville</u>	<u>TN</u>	<u>37929</u>
Street	City	State/Country	Zip Code

Registered agent C T CORPORATION SYSTEM
6. The names and complete business addresses (including zip code) of its current officers are: (Attach separate sheet if necessary.)
John Barnicle, Chief Executive Officer, 222 South Riverside Plaza, Suite 2730, Chicago, IL 60606
Douglass Lee, Chief Financial Officer, 222 South Riverside Plaza, Suite 2730, Chicago, IL 60606
7. The names and complete business addresses (including zip code) of its current board of directors are: (Attach separate sheet if necessary.)
John Barnicle, President & Director, 222 South Riverside Plaza, Suite 2730, Chicago, IL 60606
Douglass Lee, Secretary & Treasurer, 222 South Riverside Plaza, Suite 2730, Chicago, IL 60606
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 _____ (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 (for example, a certificate of good standing) 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 two (2) months prior to the date the application is successfully filed in Tennessee.]

1/24/14
Signature Date

Officer
Signer's Capacity

Airus, Inc.
Name of Corporation

[Signature]
Signature

Douglass Lee
Name (typed or printed)

615018



STATE OF TENNESSEE
Tre Hargett, Secretary of State
Division of Business Services
William R. Snodgrass Tower
312 Rosa L. Parks AVE, 6th FL
Nashville, TN 37243-1102

Airus, Inc.
STE 200
2855 CAMPUS DR
SAN MATEO, CA 94403-2536

February 12, 2014

Filing Acknowledgment

Please review the filing information below and notify our office immediately of any discrepancies.

Control # : 615018 Status: Active
Filing Type: Corporation For-Profit - Foreign

Document Receipt

Receipt # : 1315454	Filing Fee:	\$20.00
Payment-Check/MO - NIEHAUS & ASSOCIATES, LTD, TOLEDO, OH		\$20.00

Amendment Type: Articles of Amendment
Filed Date: 02/11/2014 2:30 PM

Image # : 7283-2153

This will acknowledge the filing of the attached articles of amendment with an effective date as indicated above. When corresponding with this office or submitting documents for filing, please refer to the control number given above.

Processed By: Jessica Pyles


Tre Hargett
Secretary of State

Field Name	Changed From	Changed To
Filing Name	IntelePeer, Inc.	Airus, Inc.