

TENNESSEE PUBLIC SERVICE COMMISSION

460 JAMES ROBERTSON PARKWAY
NASHVILLE, TENNESSEE 37243-0505

KEITH BISSELL, CHAIRMAN
STEVE HEWLETT, COMMISSIONER
SARA KYLE, COMMISSIONER



Company ID: 00116864
US South Communications, Inc.
200 Galleria Parkway, Ste. 330
Atlanta, GA 30339

BEFORE THE TENNESSEE PUBLIC SERVICE COMMISSION
Nashville, Tennessee February 29, 1996

IN RE: CASE NUMBER: 95-03396

Application for Authority for Operator Services and/or Resell Interexchange (Long Distance) Telecommunications Service and/or Telecommunications Operator Services in Tennessee Pursuant to Rule 1220-4-2-.57.


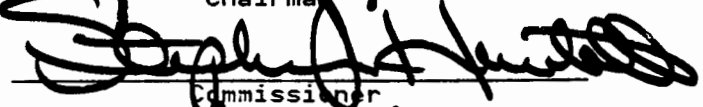

---ORDER---

This matter is before the Tennessee Public Service Commission upon the application of the above-mentioned company for certification as a long distance/interexchange reseller or telecommunication operator service provider in Tennessee. The Commission considered this application at its regularly scheduled Commission Conference held on February 20, 1996 and concluded that the applicant has met all the requirements for certification and should be authorized to provide the resell of interexchange telecommunications service and/or an operator service on an intrastate basis.

IT IS THEREFORE ORDERED:

1. That the above-mentioned company is issued a Certificate of Convenience and Necessity as an interexchange telecommunications reseller and/or an operator service provider for state-wide service in Tennessee as specified in its application on file with the Commission.
2. That said company shall comply with all applicable Commission rules and regulations.
3. That this order shall be retained as proof of certification with this Commission, and may be used to obtain appropriately tariffed access service and billing arrangements from Commission authorized telecommunications service providers.
4. That any party aggrieved with the Commission's decision in this matter may file a Petition for Reconsideration with the Commission within ten (10) days from and after the date of this Order.
5. That any Party aggrieved with the Commission's decision in this matter has the right of judicial review by filing a petition with the Tennessee Court of Appeals, Middle Section within sixty (60) days from and after the date of this Order.


Executive Director


Chairman

Commissioner

Commissioner

TENNESSEE PUBLIC SERVICE COMMISSION
460 JAMES ROBERTSON PARKWAY
NASHVILLE, TENNESSEE 37243-0505

KEITH BISSELL, CHAIRMAN
STEVE HEWLETT, COMMISSIONER
SARA KYLE, COMMISSIONER

PAUL ALLEN, EXECUTIVE DIRECTOR

**APPLICATION FOR CERTIFICATE
TO PROVIDE OPERATOR SERVICES AND/OR
RESELL INTEREXCHANGE
TELECOMMUNICATION SERVICES IN TENNESSEE
[RULE 1220-4-2-.57]**

SECTION A

Part 1: General Information

- A. Name of Applicant US South Communications, Inc. dba US South & dba INCOMM
Address 200 Galleria Parkway, Suite 330
City Atlanta State GA Zip Code 30339 Phone No. (404) 953-1520

- B. Owner, Partners, Or Corporate Officer

NAME	ADDRESS	CITY	STATE	ZIP CODE
See Attachment VIII				

- C. Name and telephone number of Tennessee contact person authorized to respond to Commission inquiries Monday through Friday.
Jim Ashburn no (404) 953-1520 (404) 953-1510
Name Tennessee Phone No. Fax No.
- D. List a toll-free telephone number that consumers can call to report service problems and/or request refunds or adjustments. (800) 683-1818
- E. Check the type of telecommunication services you plan to provide in Tennessee.
☒ Resell Interexchange long distance services
☐ Operator Services
☐ Other (describe below) _____
- F. If providing operator services, list company name, address and contact person for all reseller carriers you serve in Tennessee. Provide the above information on Appendix I.
- G. List the state(s) you are authorized to operate in at this time. Georgia

(to be filled out by PSC) 11/6/04/153396
Company ID Number _____
Date Approved _____
Evaluator _____

Mail the completed application and a check for \$50.00 to: Tennessee Public Service Commission,
P.O. Box 3412, Nashville, TN 37219-0412. Should you have any questions, call (615) 741-3939.

- H. List any states that you have been denied authority to provide service.
None.
- I. Areas in Tennessee to be served.
Entire state
- J. What type of customers will the company serve?
a. Business ✓
b. Residential ✓
c. Aggregators _____
(e.g. Hotels, Payphones)
d. Other (specify) _____
- K. Do you allow a property imposed fee (PIF) to be added to the price of intrastate telephone calls over your network? If yes, specify amount. N/A
- L. Are your prices for intrastate services plus any PIF equal to or less than the dominant carriers price for similar services? Yes X No _____
- M. Describe the type of services and price that the applicant will be offering in Tennessee on the informational Tariff Form found in Appendix II¹.
- N. What is the applicant's 10XXX or 800 access code? N/A
- O. Does the applicant now have or plan to have any telecommunication's facilities (e.g. switches, fiber lines) in Tennessee? No
- P. What facility-based network will the applicant be reselling? WorldCom Network Services, Inc. d/b/a WilTel Network Services.
- Q. Will the applicant be utilizing the local telephone company's billing system or billing customers direct²? Both
- R. Describe briefly how the applicant plans to market their services in Tennessee? If an independent telemarketer is going to be used, state company name and address.
Services will be marketed directly by the company and through independent sales agents. In the future, the Company may employ the services of an independent telemarketer, and will advise the Commission at that time of their name and address.
- S. Describe the procedures the applicant will use to switch a customer's preferred interexchange service. The Applicant will obtain a signed Letter of Agency in compliance with F.C.C. guidelines. Should applicant decide to telemarket its services in the future, Applicant will employ third party verification procedures in compliance with FCC and state guidelines.

¹ Applicant is required to fill out an Informational Tariff form. Failure to fill out this form will cause the applicants request to be rejected.

² A copy of a bill is required if the applicant is going to bill the customer direct.

- T. Applicant has the ability and agrees to honor the form of call blocking that the consumer has subscribed to with their local telephone company. Yes___ No___ N/A
Applicant is a switched reseller that has no switches in Tennessee. Call blocking is controlled by the LEC.
- U. Applicant gives permission to the local telephone company to provide the Commission a periodic sample of the resellers intrastate toll calls. The purpose of this analysis is to audit the reseller's rates to assure they are at or below the dominant carrier's tariffed rates. Yes ✓ No___

Part II: Organization Structure

A. Type of Organization

___ Individual ✓ Corporation
___ Partnership ___ Other (Explain on separate sheet)

B. If partnership and/or Non-resident

- (1) Attach a copy of Articles of incorporation and current by-laws.
- (2) Attach a copy of Certificate of Authority issued by Tennessee Secretary of State showing corporation's authority to engage in business in Tennessee.

Part III: Financial Information

- A. Attach a current financial statement showing in detail the applicant's financial condition, including balance sheet and income statement, or a copy of IRS form 1120 or 1065 filed by your business for the previous year. Attach, if available, a copy of your company's 10K and/or stockholder reports.

Part IV: Display Card

Attach a copy of the display card to be placed on the aggregators telephone which shows what operator services are to be provided. The card must contain all required information listed in the attached Rule (1220-4-2-.57,B)³, which includes a toll-free number customers can call for service problems and refunds.

N/A. All services except prepaid calling card are only available to presubscribed customers. Prepaid calling card is available to presubscribed and non-presubscribed customers.

³ It is the responsibility of the reseller or operator service provider to assure that the appropriate display card is affixed to the aggregates telephones.

Part V: Rule Compliance Agreement

A. The Interexchange Reseller or Operator Service Provider applicant, hereby, affirms the following:

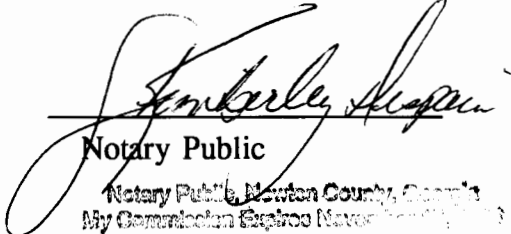
- Has received, read, and understands the Tennessee Public Service Commission's (TPSC) Interexchange Reseller Rules and Regulations. (Appendix III)
- Understands the penalties for non-compliance, and all associated fees to provide such service.
- Will comply with the TPSC Interexchange Reseller Rules and all other applicable Commission Rules and state laws, including T.C.A. Section 65-5-206 (Appendix IV).
- That all information provided in the attached registration document is true to the best of my knowledge.

US South Communications, Inc.
d/b/a US South & d/b/a INCOMM
Company Name

9/18/95
Date


Company Official President
Title

Subscribed and sworn
before me this 19th day
of September, 19 95


Notary Public
Notary Public, Newton County, Georgia
My Commission Expires Never

seal

Secretary of State
Business Services and Regulation
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

CONTROL NUMBER: 9427634
EFFECTIVE DATE: 10/28/1994
COUNTY : FULTON
REFERENCE : 0070
PRINT DATE : 11/09/1994
FORM NUMBER : 311

R. DOUGLAS WRIGHT
1360 PEACHTREE STREET, N.E.
TWO MIDTOWN PLAZA, 15TH FLOOR
ATLANTA GA 30309

CERTIFICATE OF INCORPORATION

I, MAX CLELAND, Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that

U.S. SOUTH COMMUNICATIONS, INC.

has been duly incorporated under the laws of the State of Georgia on the effective date stated above by the filing of articles of incorporation in the office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



Max Cleland

MAX CLELAND
SECRETARY OF STATE

Verley J. Spivey

VERLEY J. SPIVEY
DEPUTY SECRETARY OF STATE

SECURITIES
656-2884

CEMETERIES
656-3079

CORPORATIONS
656-2817

CORPORATIONS HOT LINE
404-656-2222
Outside Metro-Atlanta

ARTICLES OF INCORPORATION
OF
U.S. SOUTH COMMUNICATIONS, INC.

ARTICLE I

The name of the Corporation is U.S. South Communications, Inc.

ARTICLE II

The Corporation shall have authority, to be exercised by its Board of Directors, to issue 10,000,000 shares of voting Common Stock.

ARTICLE III

The initial registered office of the Corporation shall be at Fifteenth Floor, Two Midtown Plaza, 1360 Peachtree Street, N.E., Atlanta, Georgia 30309-3209 in Fulton County. The initial registered agent of the Corporation shall be R. Douglas Wright.

ARTICLE IV

The mailing address of the initial principal office of the Corporation is 3232 Cobb Parkway, Suite 125, Atlanta, Georgia 30339.

ARTICLE V

The name and address of the incorporator is M. Brooks Smith, 3232 Cobb Parkway, Suite 125, Atlanta, Georgia 30339.

ARTICLE VI

The initial Board of Directors is composed of the following director:

M. Brooks Smith

3232 Cobb Parkway
Suite 125
Atlanta, Georgia 30339

ARTICLE VII

(a) A director of the Corporation shall not be personally liable to the Corporation or its shareholders for monetary damages for breach of duty of care or other duty as a director, except for liability (i) for any appropriation, in violation of such director's duties, of any business opportunity of the Corporation; (ii) for acts or omissions which involve intentional misconduct or a knowing violation of law; (iii) of any of the types set forth in Section 14-2-832 of the Georgia Business Corporation Code; or (iv) for any transaction from which the director has received an improper personal benefit. The provisions of this Article shall not apply with respect to acts or omissions occurring prior to the effective date of this Article.

(b) Any repeal or modification of the provisions of this Article by the shareholders of the Corporation shall be prospective only, and shall not adversely affect any limitation on the personal liability of a director of the Corporation with respect to any act or omission occurring prior to the effective date of such repeal or modification.

(c) If the Georgia Business Corporation Code hereafter is amended to authorize the further elimination or limitation of the liability of directors, then the liability of a director of the Corporation, in addition to the limitation on personal liability provided herein, shall be limited to the fullest extent permitted by the amended Georgia Business Corporation Code.

(d) In the event that any of the provisions of this Article (including any provisions within a single sentence) is held by a court of competent jurisdiction to be invalid, void or otherwise unenforceable, the remaining provisions are severable and shall remain enforceable to the fullest extent permitted by law.

ARTICLE VIII

Any action required by law or by the Articles of Incorporation or By-Laws of the Corporation to be taken at a meeting of the shareholders of the Corporation and any action which may be taken at a meeting of the shareholders may be taken without a meeting if written consent, setting forth the action so taken, shall be signed by persons who would be entitled to vote at a meeting those shares having sufficient voting power to cast not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shareholders entitled to vote were present and voted. No such written consent shall be effective unless each consenting shareholder has been furnished the same material that would have been required to be sent to shareholders in a notice of a meeting at which the proposed action would have

been submitted to the shareholders, or unless the consent includes an express waiver of the right to receive the material.

ARTICLE IX

If at any time the Corporation has in effect an election to be a small business corporation (an "S Corporation") pursuant to the provisions of Section 1361 of the Internal Revenue Code of 1986, as it may be amended from time to time (the "Code"), the following restrictions shall apply in order to maintain the Corporation's status as an S Corporation unless otherwise agreed upon unanimously in writing by the shareholders of the Corporation:

(a) Shares of the Corporation may not be issued, sold, pledged or otherwise transferred or assigned to any person or entity if such transaction would (i) cause the Corporation to have more than 35 shareholders or (ii) cause the Corporation to have as a shareholder a person or entity which would make the Corporation ineligible to elect to be an S Corporation under Section 1361 of the Code.

(b) In the event any shareholder of the Corporation shall desire to sell, pledge, or otherwise transfer in any manner any or all of the stock in the Corporation owned by such shareholder, any such transfer or attempt to transfer shall be void, and the purported transferee or beneficiary thereof shall not be the record or beneficial owner of such shares of stock in the Corporation or have any interest therein or be entitled to any of the rights appertaining thereto, and the Corporation shall not transfer any such shares on its stock ledger, stock transfer records or stock books to the purported transferee or beneficiary thereof unless and until the shareholder attempting so to transfer stock in the Corporation shall have obtained the written consent of the Corporation to such transfer. The Corporation shall be under no obligation to consent to any proposed transfer.

(c) In the event of the death, disability or bankruptcy of a shareholder, upon the levy on, seizure of or foreclosure on any shares of stock in the Corporation, or upon the occurrence of any other event which would cause the shareholder or the shareholder's representative to transfer the shareholder's stock in the Corporation involuntarily in violation of the provisions of paragraph (a) of this Article, or should a court require the shareholder to transfer all or any portion of the shareholder's stock in the Corporation in violation of paragraph (a) of this Article, then in any such event, such transfer or attempted transfer shall be void and the purported transferee or beneficiary shall not be the record or beneficial owner of such shares or have any interest therein or be entitled to any of the rights appertaining thereto, and the Corporation shall not transfer any such shares on its stock ledger, stock transfer records or stock

books to the purported transferee or beneficiary thereof; and, in addition, such shares shall be deemed to be redeemed immediately before the occurrence of the attempted involuntary transfer, and payment therefor shall be made at the price and in the manner provided for in Sections 14-2-914 to 917 of the Georgia Business Corporation Code, as it may be amended from time to time.

(d) Each stock certificate of the Corporation shall bear the following legend:

"Transfer of the shares evidenced by this certificate is limited by the terms and provisions of the Articles of Incorporation, and any attempted sale, pledge or other transfer of this certificate shall be void unless made in compliance with the provisions of the Articles of Incorporation."

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 17th day of October, 1994.

R. Douglas Wright
R. Douglas Wright, Attorney for
Incorporator

SECRETARY OF STATE

OCT 20 2 50 PM '94

BSR (1)

Secretary of State

Corporations Section

James K. Polk Building, Suite 1800
Nashville, Tennessee 37243-0306

DATE: 09/14/95
REQUEST NUMBER: 3053-0344
TELEPHONE CONTACT: (615) 741-0537
FILE DATE/TIME: 09/14/95 1003
EFFECTIVE DATE/TIME: 09/14/95 1003
CONTROL NUMBER: 0300252

TO:
TSIO
P.O. BOX 120598
NASHVILLE, TN 37212

RE:
U.S. SOUTH COMMUNICATIONS, INC.
APPLICATION FOR CERTIFICATE OF
AUTHORITY - FOR PROFIT

WELCOME TO THE STATE OF TENNESSEE. THE ATTACHED CERTIFICATE OF
AUTHORITY HAS BEEN FILED WITH AN EFFECTIVE DATE AS INDICATED ABOVE.

A CORPORATION ANNUAL REPORT MUST BE FILED WITH THE SECRETARY OF STATE
ON OR BEFORE THE FIRST DATE OF THE FOURTH MONTH FOLLOWING THE CLOSE OF THE
CORPORATION'S FISCAL YEAR. PLEASE PROVIDE THIS OFFICE WITH WRITTEN
NOTIFICATION OF THE CORPORATION'S FISCAL YEAR. THIS OFFICE WILL MAIL THE
REPORT DURING THE LAST MONTH OF SAID FISCAL YEAR TO THE CORPORATION AT THE
ADDRESS OF ITS PRINCIPAL OFFICE OR TO A MAILING ADDRESS PROVIDED TO THIS
OFFICE IN WRITING. FAILURE TO FILE THIS REPORT OR TO MAINTAIN A REGISTERED
AGENT AND OFFICE WILL SUBJECT THE CORPORATION TO ADMINISTRATIVE REVOCATION
OF ITS CERTIFICATE OF AUTHORITY.

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

FOR: APPLICATION FOR CERTIFICATE OF
AUTHORITY - FOR PROFIT

ON DATE: 09/14/95

FROM:
UNISEARCH, INC. (MN)
475 W. UNIVERSITY AV
#103
ST. PAUL, MN 55103-0000

RECEIVED: FEES \$300.00 \$300.00
TOTAL PAYMENT RECEIVED: \$600.00

RECEIPT NUMBER: 00001847811
ACCOUNT NUMBER: 00202444



RECEIVED
CONSUMER SERVICES DIV

DEC 20 1995

TN PUBLIC SERVICE COMM.

Riley C. Darnell

RILEY C. DARNELL
SECRETARY OF STATE

APPLICATION FOR CERTIFICATE OF AUTHORITY FOR

FILED

U.S. South Communications, Inc.

To the Secretary of State of the State of Tennessee:

Pursuant to the provisions of Section 48-25-103 of the Tennessee Business Corporation Act, the undersigned corporation hereby applies for a certificate of authority to transact business in the State of Tennessee, and for that purpose sets forth:

1. The name of the corporation is U.S. South Communications, Inc.

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

[NOTE: The Secretary of State of the State of Tennessee may not issue a certificate of authority to a foreign corporation for profit if its name does not comply with the requirements of Section 48-14-101 of the Tennessee Business Corporation Act. If obtaining a certificate of authority under an assumed corporate name, an application must be filed pursuant to Section 48-14-101(d).]

2. The state or country under whose law it is incorporated is Georgia3. The date of its incorporation is October 28, 1994 (must be month, day, and year), and the period of duration, if other than perpetual, is perpetual

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

3200 Professional Pkwy., S-120	Atlanta,	Georgia	30339
Street	City	State/Country	Zip Code

5. The complete street address (including the county and the zip code) of its registered office in this state is _____

1912 Hayes Street	Nashville, TN	Davidson	37203
Street	City/State	County	Zip Code

The name of its registered agent at that office is _____

National Registered Agents, Inc.

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

Pres: M. Brooks Smith 3232 Cobb Pkwy, Ste. 125 Atlanta, GA 30339Vice Pres: Dave Wilke 4792 Wheaton Ct. Marietta, GA 30068Sec: Brenda Agee 163 River Ridge Ln Roswell, GA 30075RECEIVED
CONSUMER SERVICES DIV

DEC 20 1995

TN PUBLIC SERVICE COMM.

Secretary of State
Business Information and Services
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 952560512
CONTROL NUMBER : 9427634
DATE INC/AUTH/FILED: 10/28/1994
JURISDICTION : GEORGIA
PRINT DATE : 09/13/1995
FORM NUMBER 35 SEP 02 11 AM 10:03

RULEY DARNELL
SECRETARY OF STATE

UNISEARCH, INC.
KATHY SLAYMAN
3761 VENTURE DRIVE, STE 260
DULUTH, GA 30136

CERTIFICATE OF EXISTENCE

I, **MAX CLELAND**, Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

U.S. SOUTH COMMUNICATIONS, INC.
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Max Cleland
MAX CLELAND
SECRETARY OF STATE

Secretary of State

Corporations Section

James K. Polk Building, Suite 1800

Nashville, Tennessee 37243-0306

DATE: 09/14/95
REQUEST NUMBER: 3053-0342
TELEPHONE CONTACT: (615) 741-0537
FILE DATE/TIME: 09/14/95 1003
EFFECTIVE DATE/TIME:
CONTROL NUMBER: 0300252

TO:
TSIO
P.O. BOX 120598
NASHVILLE, TN 37212

RE:
UB SOUTH
ASSUMED NAME REGISTRATION

THIS WILL ACKNOWLEDGE THE FILING OF THE ATTACHED ASSUMED NAME
REGISTRATION FOR A FIVE YEAR PERIOD BEGINNING WITH AN EFFECTIVE DATE AS
INDICATED ABOVE.

THE CORPORATION MAY RENEW THE RIGHT TO USE THIS NAME WITHIN TWO
(2) MONTHS PRECEDING THE EXPIRATION OF SUCH RIGHT, FOR A PERIOD OF FIVE (5)
YEARS, BY FILING AN APPLICATION WITH THE SECRETARY OF STATE.

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

FOR: ASSUMED NAME REGISTRATION

ON DATE: 09/14/95

FROM:
UNISEARCH, INC. (MN)
475 W. UNIVERSITY AV
#103
ST. PAUL, MN 55103-0000

RECEIVED: FEES \$10.00 \$10.00
TOTAL PAYMENT RECEIVED: \$20.00
RECEIPT NUMBER: 00001847823
ACCOUNT NUMBER: 00202444



Riley C. Darnell

RILEY C. DARNELL
SECRETARY OF STATE

FILED

APPLICATION FOR REGISTRATION OF ASSUMED CORPORATE NAME

Pursuant to the provisions of Section 48-14-101(d) of the Tennessee Business Corporation Act or Section 48-54-101(a) of the Tennessee Nonprofit Corporation Act, the undersigned corporation hereby submits this application:

RILEY DARNELL
SECRETARY OF STATE

1. The true name of the corporation is U.S. South Communications, Inc.
2. The state or country of incorporation is Georgia
3. The corporation intends to transact business in Tennessee under an assumed corporate name.
4. The assumed corporate name the corporation proposes to use is US South

[NOTE: The assumed corporate name must meet the requirements of Section 48-14-101 of the Tennessee Business Corporation Act or Section 48-54-101 of the Tennessee Nonprofit Corporation Act.]

9/6/95
Signature Date:

President

Signer's Capacity

U.S. South Communications, Inc.

Name of Corporation

Signature

M. Brooks Smith

Name (typed or printed)



Secretary of State

Corporations Section

**James K. Polk Building, Suite 1800
Nashville, Tennessee 37243-0306**

DATE: 09/14/95
REQUEST NUMBER: 3053-0340
TELEPHONE CONTACT: (615) 741-0537
FILE DATE/TIME: 09/14/95 1002
EFFECTIVE DATE/TIME:
CONTROL NUMBER: 0300252

TO:
TSIO
P.O. BOX 120598
NASHVILLE, TN 37212

RE:
INCOMM
ASSUMED NAME REGISTRATION

THIS WILL ACKNOWLEDGE THE FILING OF THE ATTACHED ASSUMED NAME
REGISTRATION FOR A FIVE YEAR PERIOD BEGINNING WITH AN EFFECTIVE DATE AS
INDICATED ABOVE.

THE CORPORATION MAY RENEW THE RIGHT TO USE THIS NAME WITHIN TWO
(2) MONTHS PRECEDING THE EXPIRATION OF SUCH RIGHT, FOR A PERIOD OF FIVE (5)
YEARS, BY FILING AN APPLICATION WITH THE SECRETARY OF STATE.

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

FOR: ASSUMED NAME REGISTRATION

ON DATE: 09/14/95

FROM:
UNISEARCH, INC. (MN)
475 W. UNIVERSITY AV
#103
ST. PAUL, MN 55103-0000

RECEIVED: FEES \$10.00 \$10.00
TOTAL PAYMENT RECEIVED: \$20.00

RECEIPT NUMBER: 00001847806
ACCOUNT NUMBER: 00202444



Riley C. Darnell

RILEY C. DARNELL
SECRETARY OF STATE

FILED

APPLICATION FOR REGISTRATION OF ASSUMED CORPORATE NAME

Pursuant to the provisions of Section 48-14-101(d) of the Tennessee Business Corporation Act or Section 48-54-101(d) of the Tennessee Nonprofit Corporation Act, the undersigned corporation hereby submits this application:

95 SEP 14 AM 10:02

RILEY DARNELL
SECRETARY OF STATE

1. The true name of the corporation is U.S. South Communications, Inc.
2. The state or country of incorporation is Georgia
3. The corporation intends to transact business in Tennessee under an assumed corporate name.
4. The assumed corporate name the corporation proposes to use is Incomm

[NOTE: The assumed corporate name must meet the requirements of Section 48-14-101 of the Tennessee Business Corporation Act or Section 48-54-101 of the Tennessee Nonprofit Corporation Act.]

Signature Date 9/6/95

President

Signer's Capacity

U.S. South Communications, Inc.

Name of Corporation

Signature

M. Brooks Smith

Name (typed or printed)

