

BINGHAM

RECEIVED

2011 OCT 20 AM 10:03

IDAHO PUBLIC
UTILITIES COMMISSION

Jean L. Kiddoo
Brett P. Ferenchak
Nguyen T. Vu
jean.kiddoo@bingham.com
brett.ferenchak@bingham.com
nguyen.vu@bingham.com

NEW CASE

October 19, 2011

Via Overnight Courier

Ms. Jean D. Jewell, Secretary
Idaho Public Utilities Commission
472 West Washington Street
Boise, Idaho 83702

NEN-T-11-01

Re: Application of New Edge Network, Inc. d/b/a EarthLink Business for a Certificate of Public Convenience and Necessity to Provide Local Exchange Telecommunications Services

Dear Ms. Jewell:

On behalf of New Edge Network, Inc. d/b/a EarthLink Business ("New Edge"), enclosed for filing are an original and seven (7) copies of the above-referenced Application. A copy of New Edge's illustrative local exchange tariff is attached as Exhibit 6 and is also provided on the enclosed diskette in MS Word format.

Please date-stamp the enclosed extra copy of this filing and return it in the envelope provided. Should you have any questions, please do not hesitate to contact Brett Ferenchak at 202-373-6697.

Respectfully submitted,



Jean L. Kiddoo
Brett P. Ferenchak
Nguyen T. Vu

Boston
Hartford
Hong Kong
London
Los Angeles
New York
Orange County
San Francisco
Santa Monica
Silicon Valley
Tokyo
Washington

Bingham McCutchen LLP
2020 K Street NW
Washington, DC
20006-1806

T +1.202.373.6000
F +1.202.373.6001
bingham.com

A/73672313.1

**BEFORE THE
IDAHO PUBLIC UTILITIES COMMISSION**

Application of)
)
)
New Edge Network, Inc.)
d/b/a EarthLink Business)
)
For a Certificate of Public Convenience and)
Necessity to Provide Local Exchange)
Telecommunications Services)
_____)

Docket No. NEN-T-11-01

APPLICATION

New Edge Network, Inc. d/b/a EarthLink Business (“New Edge” or “Applicant”), by its undersigned counsel and pursuant to Idaho Code §§ 61-526-528, IDAPA 31.01.01.111, and Procedural Order No. 26665, hereby applies to the Idaho Public Utilities Commission (“Commission”) for a Certificate of Public Convenience and Necessity to provide resold and facilities-based local exchange telecommunications service in the State of Idaho.

In support of this Application, New Edge hereby provides the following information:

I. Proposed Services

Applicant seeks authority to provide resold and facilities-based local exchange services in Idaho.

Applicant proposes to provide wireline local telecommunications service – specifically, local exchange service (including, among other things, access to emergency services, access to operator services, alternative operator services, access to interexchange service, access to directory assistance, toll limitation for qualifying low-income consumers, and any other ancillary functionalities that New Edge must provide pursuant to applicable statutes and regulations) and exchange access service. While Applicant will primarily provide local exchange service through

the resale of the services of other carriers, Applicant may also provide facilities-based services. Such facilities-based local exchange service may be provided via (1) facilities-based leased from other carriers, (2) New Edge's own facilities, or (3) a combination thereof.

New Edge is currently in the process of developing its marketing strategy for the State of Idaho. New Edge will utilize a professionally trained sales force to market its services and will comply with all Commission rules and regulations in marketing its services in the State of Idaho.

New Edge provides integrated voice, mobile and data services and related value-added services to businesses and communications carriers. New Edge is authorized to provide intrastate telecommunications services in: Alabama, Alaska, Arizona, Arkansas, California, Colorado, Connecticut, Delaware, Florida, Georgia, Illinois, Indiana, Iowa, Kansas, Kentucky, Louisiana, Maine, Maryland, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New Hampshire, New Jersey, New Mexico, New York, North Carolina, Oklahoma, Oregon, Pennsylvania, Rhode Island, South Carolina, South Dakota, Tennessee, Texas, Utah, Vermont, Virginia, Washington, West Virginia, Wisconsin, and Wyoming.

II. Form of Business

Applicant's legal name is New Edge Network, Inc. Applicant does not maintain a place of business in Idaho but may be reached at its principal place of business:

1375 Peachtree Street
Atlanta, Georgia 30309
Tel: (408) 815-0770
www.earthlinkbusiness.com

New Edge is a corporation organized under the laws of the State of Delaware. Copies of Applicant's Amended and Restated Certificate of Incorporation, Certificate of Authority to

transact business as a foreign corporation in Idaho, and Certificate of Assumed Name are attached hereto as Exhibits 1, 2 and 3, respectively.

Applicant's registered agent in Idaho is:

National Registered Agents, Inc.
1423 Tyrell Lane
Boise, ID 83706

The principal officers and directors of Applicant are as follows:

Officers

Rolla P. Huff	Chief Executive Officer
Joseph M. Wetzell	President and Chief Operating Officer
Bradley A. Ferguson	Executive Vice President, Chief Financial Officer
James P. O'Brien	Executive Vice President, Network Services and Customer Operations
Cardi M. Prinzi	Executive Vice President, Sales and Marketing
Kevin F. Brand	Executive Vice President, Consumer Products and Support
Samuel R. DeSimone, Jr.	Executive Vice President, General Counsel and Secretary
Stacie S. Hagan	Executive Vice President, Chief People Officer
Barbara Dondiego	Senior Vice President, Chief Marketing Officer – EarthLink Business
Brian Fink	Senior Vice President, Strategic Planning and Program Delivery
Robert L. Scott	Chief Information Officer
Mark Droege	Senior Vice President, Treasurer
Richard Michael Thurston	Controller
Mike Harry	Senior Vice President
David Harwell	Senior Vice President
Sara Plunkett	Senior Vice President, Finance
Don Hellwege	Vice President, Assistant General Counsel and Assistant Secretary
Geraldine Williams	Vice President and Assistant Treasurer
Clay Robinson	Vice President of Tax and Assistant Treasurer
Alva (Trey) Huffman	Vice President, Finance
David Grady	Vice President and Assistant Treasurer
Tom Thomas	Vice President and Assistant Secretary
Elizabeth Cunningham	Assistant Treasurer
Adam Michael	Associate General Counsel and Assistant Secretary
Tiffani Abbott	Senior Counsel and Assistant Secretary
Mark Butterfield	Assistant Secretary

Sole Director

Rolla P. Huff

All Officers and the Sole Director may be contacted through the Applicant's principal offices listed above.

New Edge is a wholly-owned indirect subsidiary of EarthLink, Inc. ("EarthLink"). A chart of Applicant's corporate ownership structure, is provided as Exhibit 4. EarthLink is a publicly traded Delaware corporation (NASDAQ: ELNK) with a principal business office at 1375 Peachtree Street, Atlanta, Georgia 30309. EarthLink is a provider of Internet Protocol (IP) and telecommunications infrastructure and services to businesses, enterprise organizations and individual customers across the United States. EarthLink's Consumer Services segment is an Internet service provider, providing nationwide Internet access and related value-added services to individual and small business customers. EarthLink's Consumer Service offerings are narrowband and broadband (high speed) Internet access, search, advertising and VoIP services. EarthLink's Business Services segment provides integrated voice, mobile and data services and related value-added services to businesses and communications carriers. EarthLink operates its Business Services segment through its regulated operating companies, including New Edge. Additional information regarding EarthLink, including its most recent SEC Form 10-K, as filed with the Securities and Exchange Commission, is available at <http://www.earthlink.net/about/investor/>.

III. Contacts for Application

All correspondence and communications regarding this Application should be addressed to:

Jean L. Kiddoo
Brett P. Ferenchak
Bingham McCutchen LLP
2020 K Street, N.W.
Washington, DC 20006
Tel: (202) 373-6000
Fax: (202) 373-6001
Email: jean.kiddoo@bingham.com
brett.ferenchak@bingham.com

with a copy to:

Paula Foley
Regulatory Affairs Counsel
EarthLink Business
5 Wall Street
Burlington, MA 01803
Tel: 781-362-5713
Fax: 781-362-1313
pfoley@corp.earthlink.com

IV. Telecommunications Services

New Edge proposes to provide resold and facilities-based local exchange telecommunications services in Idaho upon grant of authority by the Commission. Applicant will begin offering local exchange service shortly after being authorized to do so by the Commission. Applicant does not currently plan to construct facilities, but seeks facilities-based authority so that it can provide services over its own facilities, facilities leased from other carrier or a combination thereof in the future as market condition permit. New Edge proposes to provide local exchange telecommunications services to business customers in the State of Idaho.

V. Service Territory

New Edge seeks to provide local exchange services in all areas currently or that become open to competition, including but not limited to those areas currently served by CenturyLink and Verizon. Applicant does not seek to remove any exemption granted to a small or rural carrier pursuant to § 251(f) of the Federal Act, and therefore, Applicant does not seek to provide telecommunications services to customers in those areas at this time. Initially, New Edge will compete directly with CenturyLink and Verizon for the provision of local exchange services. Applicant does not currently own any facilities or property in Idaho.

VI. Financial Information

New Edge is also well-qualified financially to operate within the State of Idaho. As outlined in more detail below, Applicant, through its parent company EarthLink, possesses the requisite financial resources to provide resold local exchange telecommunications service including the ability and willingness to cover any customer advances and deposits; and to pay intrastate access charges and interconnection charges on all intrastate telecommunications services. In demonstration of its financial qualifications, Applicant attaches hereto, a copy of EarthLink's most recent SEC Form 10-Q as Exhibit 5.

VII. "Illustrative" Tariff Filing

Applicant's proposed local exchange tariff, containing proposed rates, terms, and conditions of services, is attached hereto as Exhibit 6. Please note that, with respect to the proposed local exchange tariff, many details of Applicant's provision of the proposed services, including the rates to be charged to Applicant's customers, will be dependent upon the negotiation of interconnection agreements with the incumbent LECs. Upon certification of Applicant, and prior to commencing service, Applicant will file a local exchange tariff that

complies with all Commission rules and regulations and lists the rates, terms and conditions of service.

VIII. Customer Contacts

New Edge's general email address and toll-free number for all informal customer complaints is:

customer@corp.earthlink.com
1-800-962-2488

Commission informal complaints may be directed to:

Office of the Chief Executive Officer/Customer Affairs
Tel: 888-832-5802
Fax: 585-278-1702
OCEO@corp.earthlink.com

The individual responsible for responding to Commission inquiries concerning rates and price lists or tariffs is:

Mary Whiting
Director of Regulatory Compliance
(616) 988-7028
mwhiting@corp.earthlink.com

Upon certification, general questions from the Commission regarding Applicant should be directed to:

Paula Foley
Regulatory Affairs Counsel
EarthLink Business
5 Wall Street
Burlington, MA 01803
Tel: 781-362-5713
Fax: 781-362-1313
pfoley@corp.earthlink.com

IX. Interconnection Agreements

New Edge has not yet initiated interconnection negotiations but intends to do so as necessary and upon being granted authority by the Commission. Once New Edge has conducted

negotiations and reached agreements by negotiation or arbitration, New Edge will file copies of them with the Commission for its approval if necessary.

X. Compliance with Commission Rules

Attached hereto is a sworn verification executed by Applicant stating that the Applicant agrees to comply with all Idaho laws and Commission rules and regulations.

XI. Escrow Account or Security Bond

Should New Edge decide to require advance deposits from its customers, it will enter into an escrow agreement with a bonded escrow agent prior to offering telecommunications services in Idaho and will file such agreement with the Commission upon request. New Edge will comply with all applicable Idaho laws and Commission rules and regulations regarding advance customer deposits.

X. CONCLUSION

As demonstrated by this application and pursuant to Idaho Code §§61-526-528, IDAPA 31.01.01.111, and Procedural Order No. 26665, New Edge's expertise in the telecommunications sector will permit it to select the most economic and efficient services, thereby providing customers with an excellent combination of price, quality, and customer service. Accordingly, New Edge anticipates its proposed service will increase consumer choice of innovative, diversified, and reliable service offerings. The provision of more affordable and available local telecommunications services will promote the health, welfare and economic well-being of the citizens of Idaho. New Edge respectfully submits that the public interest, convenience, and necessity would be furthered by a grant of this Application for the authority to provide resold and facilities-based local telecommunications services.

WHEREFORE, New Edge Network, Inc., respectfully requests that the Idaho Public Utilities Commission issue a Certificate of Public Convenience and Necessity authorizing

EarthLink to provide resold and facilities-based local exchange telecommunications services within the State of Idaho.

Respectfully submitted,

By: Brett P Ferenchak

Jean L. Kiddoo
Brett P. Ferenchak
Nguyen T. Vu
Bingham McCutchen LLP
2020 K Street, N.W.
Washington, DC 20006
Tel: (202) 373-6000
Fax: (202) 373-6001
jean.kiddoo@bingham.com
brett.ferenchak@bingham.com
nguyen.vu@bingham.com

Counsel for New Edge Network, Inc.

Dated: October 19, 2011

LIST OF ATTACHMENTS AND EXHIBITS

Exhibit 1	Amended and Restated Certificate of Incorporation
Exhibit 2	Certificate of Authority to Transact Business
Exhibit 3	Certificate of Assumed Name
Exhibit 4	Corporate Ownership Structure Chart
Exhibit 5	Financial Statements of EarthLink, Inc.
Exhibit 6	Proposed Local Exchange Tariff
Verification	

EXHIBIT 1

Amended and Restated Certificate of Incorporation

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE RESTATED CERTIFICATE OF "NEW EDGE NETWORK, INC.", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF NOVEMBER, A.D. 2000, AT 9 O'CLOCK A.M.

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



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

3049857 8100

001571362

AUTHENTICATION: 0791346

DATE: 11-14-00

AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
NEW EDGE NETWORK, INC.

The undersigned, J. Howard Clowes, hereby certifies that:

ONE: He is the duly elected and acting Secretary of New Edge Network, Inc. (formerly know as Access 21 Corporation), a corporation organized and existing under the laws of the State of Delaware (the "Corporation").

TWO: The original Certificate of Incorporation of the Corporation was filed with the Secretary of State of the State of Delaware on June 1, 1999.

THREE: All amendments to the Certificate of Incorporation of the Corporation reflected herein have been duly authorized and adopted by the Corporation's Board of Directors and stockholders in accordance with the provisions of Sections 242 and 245 of the Delaware General Corporation Law. The text of the Certificate of Incorporation is hereby amended and restated in its entirety to read as follows:

ARTICLE I

The name of the corporation is New Edge Network, Inc.

ARTICLE II

The address of the registered office of the Corporation in the State of Delaware is 15 East North Street in the City of Dover, County of Kent. The name of its registered agent at such address is Incorporation Services, Ltd.

ARTICLE III

The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of the State of Delaware.

ARTICLE IV

A. Classes of Stock. The Corporation is authorized to issue one class of shares to be designated "Common Stock," a par value of \$66.67. The total number of shares of Common Stock authorized is one thousand (1,000).

Effective upon filing this Amended and Restated Certificate of Incorporation, each outstanding share of the Corporation's common stock shall automatically and without any action on the part of the holder thereof be reconstituted and reclassified as and changed into one-one hundred thousand of a share of the Corporation's Common Stock.

B. Common Stock. The rights, preferences, privileges and restrictions granted to and imposed on the Common Stock are as set forth below in this Article IV(B).

1. Dividend Rights. Subject to the prior rights of holders of all classes of stock at the time outstanding having prior rights as to dividends, the holders of the Common Stock shall be entitled to receive, when and as declared by the Board of Directors, out of any assets of the Corporation legally available therefor, such dividends as may be declared from time to time by the Board of Directors.

2. Liquidation Rights. Upon the liquidation, dissolution or winding up of the Corporation, the assets of the Corporation shall be distributed to the holders of Common Stock.

3. Redemption. The Common Stock is not redeemable.

4. Voting Rights. The holder of each share of Common Stock shall have the right to one vote for each such share, and shall be entitled to notice of any stockholders' meeting in accordance with the Bylaws of the Corporation, and shall be entitled to vote upon such matters and in such manner as may be provided by law or as set forth in this Amended and Restated Certificate of Incorporation.

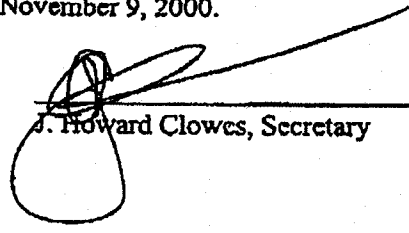
ARTICLE V

A. Limitation of Directors' and Officers' Liability. To the fullest extent permitted by the Delaware General Corporation Law as the same exists or may hereafter be amended, a director of the Corporation shall not be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except to the extent such exception from liability or limitation thereof is not permitted under the Delaware Corporation Law as the same exists or may hereafter be amended. Neither any amendment nor repeal of this Article, nor the adoption of any provisions of this Amended and Restated Certificate of Incorporation inconsistent with this Article, shall eliminate or reduce the effect of this Article in respect of any matter occurring, or any cause of action, suit or claim that, but for this Article, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision. To the fullest extent permitted by applicable law, the Corporation is authorized to provide indemnification of (and advancement of expenses to) directors, officers, employees and other agents of the Corporation (and any other persons to which Delaware law permits the Corporation to provide indemnification), through Bylaw provisions, agreements with any such director, officer, employee or other agent or other person, vote of stockholders or disinterested directors, or otherwise, in excess of the indemnification and advancement otherwise permitted by Section 145 of the Delaware General Corporation Law, subject only to limits created by applicable Delaware law (statutory or nonstatutory), with respect to actions for breach of duty to a corporation, its stockholders and others.

B. Repeal or Modification. Any repeal or modification of the foregoing provisions of this Article V by the stockholders of the Corporation shall not adversely affect any right or protection of an agent of the Corporation existing at the time of such repeal or modification.

IN WITNESS WHEREOF, the undersigned has executed this Amended and Restated Certificate of Incorporation, on this 9th day of November, 2000 and certifies under penalty of perjury that he has read the foregoing Amended and Restated Certificate of Incorporation and knows the contents thereof and that the statements therein are true.

Executed at San Francisco, California on November 9, 2000.



J. Howard Clowes, Secretary

EXHIBIT 2

Certificate of Authority to Transact Business

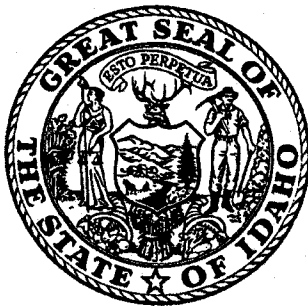
State of Idaho

Office of the Secretary of State

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that I am the custodian of the corporation records of this State.

I FURTHER CERTIFY That the annexed is a full, true and complete duplicate of application for certificate of authority filed on July 7, 1999 for **NEW EDGE NETWORK, INC.**, a DELAWARE corporation, file number C 129592 , including all subsequent amendments thereto, as appears of record in this office as of this date.

Dated: September 1, 2011



Ben Yursa
SECRETARY OF STATE

By _____

[Signature]

State of Idaho

Office of the Secretary of State

CERTIFICATE OF AUTHORITY

OF

ACCESS 21 CORPORATION

File Number C 129592

I PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the Application for such Certificate.

Dated: July 7, 1999



Pete T. Cenarrusa
SECRETARY OF STATE

By *Natalie Lamb*

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

To the Secretary of State of Idaho:

The undersigned Corporation applies for a Certificate of Authority and states as follows:

JUL 7 1 10 PM '99

- The name of the corporation is Access 21 Corporation SECRETARY OF STATE
STATE OF IDAHO
- The name which it shall use in Idaho is Access 21 Corporation
- It is incorporated under the laws of Delaware
- Its date of incorporation is June 1, 1999
- The address of its principal office is 3000 Columbia House Blvd.
Vancouver, WA 98661
- The address to which correspondence should be addressed, if different from item 5, is _____
- The street address of its registered office in Idaho is c/o CT Corporation System
300 North 6th Street, Boise, Idaho
83702, and its registered agent in Idaho at that address is CT Corporation System

8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
<u>See attached officers/directors rider</u>		
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Dated: 7-2-99

Access 21 Corporation
(Corporation name)

By [Signature]

Its President & CEO
(specify capacity of signer)

Customer Acct IDAHO SECRETARY OF STATE
 (If using pre-07/07/1999 09:00
 CA: 1800-000-0100, 01/01/1999
 1 @ 100.00 = 100.00 AUTH PRO 0 2
 1 @ 20.00 = 20.00 EXPEDITE C 0 4

Revised 7/97
c:\temp\form\CA.ppt

Access 21 Corporation

Corporate Officer

Daniel G. Moffat
President, Vice-President, Secretary, Treasurer
Access 21 Corporation
3000 Columbia House Blvd.
Vancouver, Washington 98661

Board of Directors

Roger Evans - General Partner
Greylock
755 Page Mill Road
Building A, Suite 100
Palo Alto, California 94304-1018

Jay Misra
31 River Court # 2603
Jersey City, New Jersey 07310

Daniel G. Moffat - President & CEO
Access 21 Corporation
3000 Columbia House Blvd.
Vancouver, Washington 98661

Rich Shapero - General Partner
Crosspoint Venture Partners
2925 Woodside Road
Woodside, California 94062

J. Peter Wagner - General Partner
Accel Partners
428 University Avenue
Palo Alto, California 94301

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ACCESS 21 CORPORATION" 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 THIRTIETH DAY OF JUNE, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



Handwritten signature of Edward J. Freel in cursive.

Edward J. Freel, Secretary of State

3049857 8300

991267379

AUTHENTICATION:

9839718

DATE

06-30-99

State of Idaho

Office of the Secretary of State

AMENDED CERTIFICATE OF AUTHORITY

OF

ACCESS 21 CORPORATION

File Number **C 129592**

I, PETE T. CENARRUSA, Secretary of the State of the State of Idaho, hereby certify that an Application for Amended Certificate of Authority to do business in this State, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Amended Certificate of Authority to reflect the name change from **ACCESS 21 CORPORATION** to **NEW EDGE NETWORK dba NEW EDGE NETWORK, INC.** and attach hereto a duplicate of the Application for such Amended Certificate.

Dated: August 13, 1999



Pete T. Cenarrusa
SECRETARY OF STATE

By *Jonya Herold*

APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY



(Instructions on back of application)

To the Secretary of State of the State of Idaho:

Pursuant to Section 30-4-104, Idaho Code, the undersigned Corporation hereby applies for an amended certificate of authority to transact business in the State of Idaho and for that purpose submits the following statement. Complete only applicable items.

1. A Certificate of Authority was issued to the corporation by your office on June 25 1999 authorizing it to transact business in the State of Idaho under the name of Access 21 Corporation
2. Its corporate name has been changed to New Edge Network
3. The name which it shall use hereafter in the State of Idaho is New Edge Network, Inc.
4. It has changed its jurisdiction of incorporation, without a change of corporate identity to: No Change

Dated: 8/10/99

New Edge Network
(Corporation Name)

By

Daniel G. Moffat

Daniel G. Moffat

Its

President

(specify capacity of signer)

Customer Acct #:

IDAHO SECRETARY OF STATE

Secretary of State use only

08/13/1999 09:00

CK: 110048232 CT: 69006 BH: 242064

1 @ 30.00 = 30.00 AMEND CERT # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

5:\script\form\AAC.prm Revised 7/87

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "ACCESS 21 CORPORATION", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "NEW EDGE NETWORK", THE THIRTEENTH DAY OF JULY, A.D. 1999, AT 9 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

3049857 8320

991333999

AUTHENTICATION: 9916519

DATE: 08-11-99

State of Idaho

Office of the Secretary of State

AMENDED CERTIFICATE OF AUTHORITY

OF

NEW EDGE NETWORK

dba NEW EDGE NETWORK, INC.

File Number C 129592

I, PETE T. CENARRUSA, Secretary of the State of the State of Idaho, hereby certify that an Application for Amended Certificate of Authority to do business in this State, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Amended Certificate of Authority to reflect the name change from **NEW EDGE NETWORK dba NEW EDGE NETWORK, INC.** to **NEW EDGE NETWORK, INC.** and attach hereto a duplicate of the Application for such Amended Certificate.

Dated: August 13, 1999



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sonya Hersold*

