

State of North Dakota

SECRETARY OF STATE



CERTIFICATE OF AUTHORITY OF

TEMPO TELECOM, LLC
Secretary of State ID#: 35.012,200

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that an application of

TEMPO TELECOM, LLC

for a Certificate of Authority to transact business in this State, duly signed and executed as required by North Dakota statutes governing a FOREIGN LIMITED LIABILITY COMPANY, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Authority to

TEMPO TELECOM, LLC

to transact business in this State under the name of

TEMPO TELECOM, LLC

Issued: August 21, 2013

Alvin A. Jaeger
Secretary of State



CERTIFICATE OF AUTHORITY FOREIGN LIMITED LIABILITY COMPANY APPLICATION
 SECRETARY OF STATE
 SFN 19381 (10-2012)

FOR OFFICE USE ONLY

System ID Number	35.012,200 FLC
WO Number	1095612
Filed	8-21-13 TT

RECEIVED

AUG 20 2013

1. The application is accompanied by the following:
- *Filing fee of \$135
 - *Current CERTIFICATE OF GOOD STANDING or CERTIFICATE OF EXISTENCE duly authenticated by the originating officer of the state or country of organization

- Certification of professional license
- Signed Consent to Use Business Name and fee of \$10
- Trade Name Registration and fee of \$25

SEE INSTRUCTIONS FOR FEES, FILING AND MAILING INFORMATION

TYPE OR PRINT LEGIBLY For reference, see North Dakota Century Code Sections 10-31-01, 10-31-13.1 and 10-32-138.

2. Type of Limited Liability Company Applying for Certificate of Authority (check one)		3. Federal ID Number	
<input checked="" type="checkbox"/> Foreign Business <input type="checkbox"/> Foreign Professional		461703228	
4. Name of Limited Liability Company EXACTLY as it appears on Certificate of Good Standing from State or Country of Origin Tempo Telecom, LLC			
5. If applicable, provide the trade name and complete the Trade Name Registration form if selected trade name is not already registered in North Dakota. Only provide the trade name in this line if: a) The limited liability company name is not in the form as required of limited liability companies in North Dakota. b) The Secretary of State has notified the limited liability company that its name is the same or deceptively similar to a name already registered, and the limited liability company is unable to obtain Consent to Use Business Name from the previous filer or a certified copy of a final decree of a court of competent jurisdiction establishing prior right of this limited liability company to use of the name in North Dakota. c) The limited liability company does not wish to use or protect its name in North Dakota and chooses to use a name other than its limited liability company name.			
6. Complete Address of Principal Executive Office (Street/RR, PO Box, City, State, ZIP+4) which may not be only a post office box 2300 Main Street, Ste 340, Kansas City, MO 64108			
7. State or Country Where Organized GA	8. Limited Liability Company Will Expire in State or Country of Origin (check one) <input checked="" type="checkbox"/> Perpetual <input type="checkbox"/> Expires - Specify Date (mm/dd/yyyy):		
9. Telephone Number 816-300-1049	10. Toll-free Telephone Number		
11A. Name of Commercial Registered Agent in North Dakota Corporation Service Company		11B. Name of Noncommercial Registered Agent in North Dakota OR	
11C. Address of Noncommercial Registered Agent in North Dakota (Street/RR, PO Box, City, State, ZIP+4) May not be only a post office box.			
12. Nature of Business or Activities the Limited Liability Company Intends to Conduct in North Dakota Provide Telecommunications			
13. MANAGERS AND GOVERNORS OF THE LIMITED LIABILITY COMPANY			
MANAGERS		Check box if Manager also serves as Governor	COMPLETE MAILING ADDRESS
Birch Equity Partners, LLC		<input type="checkbox"/>	2300 Main Street, Ste 340, Kansas City, MO 64108
		<input type="checkbox"/>	
		<input type="checkbox"/>	
		<input type="checkbox"/>	
MANAGING MEMBER			
MANAGING MEMBER			
If needed, attach sheet to add names of additional managers or governors.			
14. "The undersigned has read the foregoing application, knows the contents, and believes the statements to be true. I further authorize the Secretary of State to correct numbers 4, 7, 11A, 11B, and 11C if not correctly reflected. I understand that if I make a false statement in this document, I may be subject to criminal penalties."			
Signature <i>Chad Jones as Birch Equity Partners is Side Member</i>		Date 8/17/2013	
15. Name of Person to Contact about this Document Angela Hoke		Email Address angela.hoke@birch.com	
		Daytime Telephone Number and Extension, if any 8163001049	

STATE OF GEORGIA

Secretary of State
Corporations Division
313 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

CONTROL NUMBER : 12095458
DATE INC/AUTH/FILED : December 07, 2012
JURISDICTION : Georgia
PRINT DATE : 8/13/2013 10:43:30 AM

CERTIFICATE OF EXISTENCE

I, Brian P. Kemp, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

TEMPO TELECOM, LLC
A Domestic Limited Liability Company

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.



B. P. Kemp

Brian P. Kemp
Secretary of State

Tracking #: PnaPEiwm