

SOUTH DAKOTA PUBLIC UTILITIES COMMISSION

CERTIFICATE OF AUTHORITY

To Conduct Business As A Telecommunications Company
Within The State of South Dakota

Authority was Granted as of the date of the
Order Granting Certificate of Authority
Docket No. TC04-260

This is to certify that

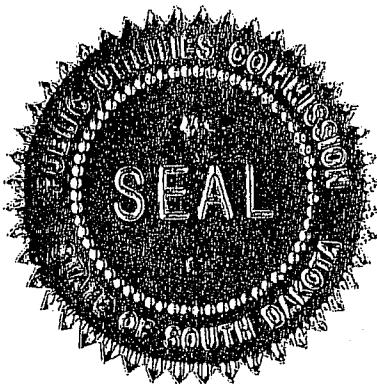
BUDGET PHONE, INC.

is authorized to provide interexchange telecommunications services,
including local exchange services in nonrural areas in South Dakota.

This certificate is issued in accordance with SDCL 49-31-3 and 49-31-69
and ARSD 20:10:24:02 and 20:10:32:03, and is subject to all of the conditions
and limitations contained in the rules and statutes governing its conduct of
offering telecommunications services.

Dated at Pierre, South Dakota, this 15th day of April, 2005.

**SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION:**



Gary Hanson

GARY HANSON, Chairman

Robert K. Sahr

ROBERT K. SAHR, Commissioner

Dustin M. Johnson

DUSTIN M. JOHNSON, Commissioner