

Attachment 1

Amended Delaware Formation Documents

Amended South Dakota Qualification Documents

State of South Dakota



OFFICE OF THE SECRETARY OF STATE

Amended Certificate of Authority Foreign Business

ORGANIZATIONAL ID# FB033720

I, Jason Gant, Secretary of State of the State of South Dakota, hereby certify that the Amended Certificate of Authority of

'INTELEPEER, INC.', changing its name to 'AIRUS, INC.'

duly signed and verified, have been received in this office and are found to conform to law.

ACCORDINGLY, and by virtue of the authority vested in me by law, I hereby issue this Amended Certificate of Authority and attach hereto a duplicate of the Amended Certificate of Authority.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of South Dakota, at Pierre, the Capital, this 02/19/2014.



Jason M. Gant
Secretary of State

2/19/2014 2:33:38 PM
Change ID: 1153095

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.

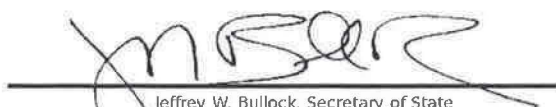
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

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

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:05 PM 12/12/2013
FILED 04:36 PM 12/12/2013
SRV 131418827 - 4231218 FILE

**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 IntelePeer, 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, IntelPeer, 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
IntelPeer, Inc.*