

Attachment A

Nebraska Technology & Telecommunications
Articles of Incorporation

1527125

FEB 18 1997

637210

STATE OF NEBRASKA
SECRETARY'S OFFICE

Received filed and recorded on

film roll no. 97-4

at page 537

See name

Secretary of State

SD 210.0001 4:35pm

ARTICLES OF INCORPORATION OF
NEBRASKA TECHNOLOGY & TELECOMMUNICATIONS, INC.

The undersigned individual or entity, acting as incorporator of a corporation under the Business Corporation Act of Nebraska, adopt the following Articles of Incorporation for such corporation.

ARTICLE I. NAME.

The name of the corporation is Nebraska Technology & Telecommunications, Inc.

ARTICLE II. DURATION.

The period of duration of the corporation is perpetual.

ARTICLE III. PURPOSE.

The purposes for which this corporation is organized are:

1. To engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Business Corporation Act as now constituted or as may be hereafter altered or amended;
2. In general, to do all things, or any other acts, at any place wheresoever, which any natural person may do and which are not forbidden by the Business Corporation Act or by any other law of the State of Nebraska or by these Articles of Incorporation.

Except where expressly noted, the terms of any other clause in these Articles of Incorporation, shall not limit or restrict by reference to, or inference from, the business and purposes specified in this Article.

ARTICLE IV. POWERS.

The corporation shall have and exercise all powers and rights conferred upon corporations by the Business Corporation Act and any enlargements of such powers and rights conferred by subsequent legislative acts or acts of the voters of the State of Nebraska; the corporation shall have and exercise all powers and rights, not otherwise denied corporations by the laws of the State of Nebraska or by these Articles of Incorporation, as are necessary, suitable, proper, convenient or expedient to the attainment of the purposes set forth in Article III.

ARTICLE V. AUTHORIZED SHARES.

The aggregate number of shares which the corporation shall have the authority to issue is one hundred thousand (100,000) shares of common stock of One Dollar (\$1) par value per share.

ARTICLE VI. REGISTERED OFFICE AND REGISTERED AGENT.

The street address of the initial registered office of the corporation is 4535 Normal Blvd., Suite 195, City of Lincoln, County of Lancaster, State of Nebraska 68506, and the name of the initial registered agent at such address is Dwight Wininger.

ARTICLE VII. INCORPORATOR.

The street address of the incorporator is 1201 Lincoln Mall, Suite 102, City of Lincoln, State of Nebraska 68508, and the name of the incorporator at such address is Nona Hutchinson.

ARTICLE VIII. PERSONAL LIABILITY OF OUTSIDE DIRECTORS

An outside 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 for liability (i) for any act or omission not in good faith which involves intentional misconduct or a knowing violation of the law; (ii) for any transaction from which the outside director derived an improper direct or indirect financial benefit; (iii) for paying a dividend or approving a stock repurchase which was in violation of the Business Corporation Act; (iv) for any act or omission which violates a declaratory or injunctive order obtained by the corporation or its stockholders; and (v) for any act or omission occurring prior to the effective date of this provision.

For purposes of this Article, the term "outside director" shall mean a member of the Board of Directors of the corporation who is not an officer or a person who may control the conduct of the corporation through management agreements, voting trusts, directorships in related corporations, or any other device or relationship.

No amendment or repeal of this Article shall apply to or have any effect on the liability or alleged liability of any outside director of the corporation for or with respect to any acts or omissions of such director occurring prior to such amendment or repeal. If the Business Corporation Act is amended after approval of this Article by the stockholders to authorize the further elimination or limitation of the liability of directors; then the liability of directors shall be eliminated or limited to the full extent authorized by the Business Corporation Act, as so amended.

ARTICLE IX. RESTRICTIONS ON SALE, ASSIGNMENT OR OTHER TRANSFER OF SHARES.

The shareholders of the corporation may, by the adoption of appropriate by-laws or by separate agreement, restrict the sale, assignment or other transfer of the shares of the corporation.

DATED February 18, 1997


Nona Hutchinson, Incorporator

nkh\incorpor\ntt.art

1527125

PROOF OF PUBLICATION

AFFIDAVIT

State of Nebraska, Lancaster County, ss:

Rembolt Ludtke & Berger
Attorneys
1201 Lincoln Mall, Suite 102
NOTICE OF INCORPORATION OF
NEBRASKA TECHNOLOGY &
TELECOMMUNICATIONS, INC.
The street address of the registered
office of the corporation is 4535 Normal
Blvd., Suite 195, City of Lincoln, County
of Lancaster, State of Nebraska 68306,
and the name of the initial registered
agent at such address is Dwight
Wingler. The aggregate number of
shares which the corporation shall have
the authority to issue is 100,000 shares
of common stock. The incorporator is
Nona Hutchinson, whose street address
is 1201 Lincoln Mall, Suite 102, City of
Lincoln, State of Nebraska 68508.
Mar 17 (Mon) Mar 3-10-17
Ne tech-3/17

Scott G. Stewart, being duly sworn, deposes and says
that he/she is an editor or manager of The Daily Reporter, a legal daily
newspaper printed, published and of general circulation in the County
of Lancaster and State of Nebraska, and that the attached printed
notice was published in the said newspaper once each week three
successive weeks, the first insertion having been on the 3
day of March A.D., 19 97, and thereafter on
March 10 and 17 19 97, and
that said newspaper is a legal newspaper under the statutes of the
State of Nebraska. The above facts are within my personal knowledge.



Subscribed in my presence and sworn to

before me 17 March 1997
Patricia J. Seeba
Notary Public

RECEIVED

MAR 17 1997

SECRETARY OF STATE

Printer's Fee \$ 33.40

GENERAL NOTARY State of Nebraska
PATRICIA J. SEEBA
My Comm. Exp. Mar 11, 1999

183

NE Sec of State - CORP
097170086 Pgs: 1
NEBRASKA TECHNOLOGY & TELECOMM
Filed: 07/15/1997 12:00 PM

1527125

JUL 15 1997
STATE OF NEBRASKA
SECRETARY'S OFFICE
Received filed and recorded on
film roll no. 977
at page 25

ARTICLES OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
NEBRASKA TECHNOLOGY & TELECOMMUNICATIONS, INC.

Secretary of State

Richard H. G. G.
By: [Signature] 11/5am

Pursuant to the provisions of Section 21-20,121 of the Business Corporation Act of Nebraska, these Articles of Amendment of the Articles of Incorporation of Nebraska Technology and Telecommunications, Inc. are hereby submitted as follows:

1. The name of the corporation is Nebraska Technology & Telecommunications, Inc.
2. The amendment so adopted revokes the original Article V of the Articles of Incorporation, in its entirety, and substitutes therefor the following:

"ARTICLE V.

The aggregate number of shares which the corporation shall have the authority to issue is ten million (10,000,000) shares of common stock of one cent (\$0.01) par value per share, which shall be divided into eight million (8,000,000) shares of Class A Common Stock, which shall have voting rights, and two million (2,000,000) shares of Class B Common Stock, which shall not have voting rights. In all respects other than voting rights, all common stock shall be identical."

3. Each share of stock which is currently issued and outstanding shall be cancelled and exchanged for 100 shares of Class A Common Stock.

4. The foregoing Amendment was adopted by written consent of the shareholders and Board of Directors effective July 15, 1997.

5. The number of shares outstanding and entitled to vote on the amendment is 4 shares of common stock. The corporation has a single voting group. All shares were represented and unanimously approved the amendment.

DATED July 15, 1997

NEBRASKA TECHNOLOGY &
TELECOMMUNICATIONS, INC.

By: *[Signature]*
Dennis Hodges, President

ATTEST:

William F. Nye
William F. Nye, Secretary

1:RLN:nkh\ntc .and

86

NE Sec of State - CORP PP
0972100763 Pgs: 1
NEBRASKA TECHNOLOGY & TELECOMM
Filed: 09/02/1997 12:00 AM

1527125

PROOF OF PUBLICATION

AFFIDAVIT

State of Nebraska, Lancaster County, ss:

**Rembolt Ludtke & Berger
Attorneys**
1201 Lincoln Mall, Suite 102
**NOTICE OF AMENDMENT OF
ARTICLES OF INCORPORATION**
Pursuant to the provisions of the Busi-
ness Corporation Act of Nebraska, this
Notice of Amendment of the Articles of
Incorporation of Nebraska Technology
& Telecommunications, Inc. is submit-
ted as follows:

The authorized capital stock of this
corporation shall be increased from one
hundred thousand (100,000) shares to
ten million shares (10,000,000) shares
of common stock, which shall be di-
vided into eight million shares of Class
A Common Stock, and two million shares
of Class B Common Stock which shall
not have voting rights. The par value of
each share shall be decreased from one
dollar (\$1.00) to one cent (\$0.01). The
two classes of stock, in all respects
other than voting rights, shall be iden-
tical.

NEBRASKA TECHNOLOGY &
TELECOMMUNICATIONS,
INC.
Aug 26 (Tue) Aug 12-19-26
Ne tech-8/26

Scott G. Stewart, being duly sworn, deposes and says
that he/she is an editor or manager of The Daily Reporter, a legal daily
newspaper printed, published and of general circulation in the County
of Lancaster and State of Nebraska, and that the attached printed
notice was published in the said newspaper once each week three
successive weeks, the first insertion having been on the 12
day of August A.D., 19 97, and thereafter on
August 19 and 26 19 97, and
that said newspaper is a legal newspaper under the statutes of the
State of Nebraska. The above facts are within my personal knowledge.

Subscribed in my presence and sworn to

RECEIVED
SEP 02 1997

26 August 1997

Patricia J. Sheela
Notary Public

SECRETARY OF STATE
CORPORATION DIVISION

Printer's Fee \$ 49.22

763

DOMESTIC CHANGE OF REGISTERED AGENT and/or OFFICE
Submit in Duplicate



Scott Moore, Secretary of State
Room 1305 State Capitol, P.O. Box 94608
Lincoln, NE 68509
<http://www.nol.org/home/SOS/>

The following corporation, pursuant to the laws of the state of Nebraska, does hereby wish to change its Registered Agent and/or Registered Office.

Name of Corporation Nebraska Technology & Telecommunications, Inc.

Previous:

Registered Agent: Dwight Winger

Registered Office: 4535 Normal Blvd Ste 195 Lincoln NE 68506-5576
Street Address City Zip

New:

Registered Agent: Cynthia L. Hopp

Registered Office*: 909 No. 96th St. Ste 210 Omaha NE 68114
Street Address City Zip

* The street address of the registered office and the street address of the registered agent must be identical.

DATED 4-3-00

Dale Musfeldt
Signature
DALE MUSFELDT COO
Printed Name/Title

NOTE: Every filing must be signed by the chairperson of the board of directors, the president, or one of the officers of the corporation. If the corporation has not yet been formed or directors have not yet been selected, the filing shall be signed by an incorporator. If the corporation is in the hands of a receiver, trustee, or other court appointed fiduciary, the filing shall be signed by that fiduciary.

Registered Agent: Please check A (current agent) or B (new agent) below and sign

A. I hereby state that the above named corporation has been notified of the change in address of my registered office.

B. I hereby consent to act as registered agent for the above named corporation.

Cynthia L. Hopp
Signature of Registered Agent

FILING FEE: \$30.00

Revised 2/11/99

Neb. Rev. Stat. §21-2032

NE Bus of State - Corp
1000151321
NEBRASKA TECHNOLOGY & TELECOMM
Filed: 12/22/2000 02:47 PM

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
NEBRASKA TECHNOLOGY & TELECOMMUNICATIONS, INC.

These Articles of Amendment to the Articles of Incorporation of Nebraska Technology & Telecommunications, Inc. are submitted pursuant to NEB. REV. STAT. §21-20,121 as follows:

1. The name of the corporation is Nebraska Technology & Telecommunications, Inc.
2. The amendment so adopted revokes Article V of the Articles of Incorporation, as previously amended, in its entirety, and substitutes therefor the following:

"ARTICLE V.

The aggregate number of shares which the corporation shall have the authority to issue is seventeen million (17,000,000) shares of common stock of one cent (\$0.01) par value per share, which shall be divided into fifteen million (15,000,000) shares of Class A Common Stock, which shall have voting rights, and two million (2,000,000) shares of Class B Common Stock, which shall not have voting rights. In all respects other than voting rights, all common stock shall be identical."

3. The number of shares of stock outstanding on the date of the adoption of the amendment is 3,299,995, all of which is Class A Common Stock.
4. The foregoing amendment was adopted by unanimous written consent of the shareholders and board of directors as of August 4, 2000.

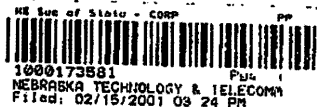
Dated: 12.22, 2000

NEBRASKA TECHNOLOGY &
TELECOMMUNICATIONS, INC.

ATTEST:

By [Signature] 12/1/00
Its CHIEF EXECUTIVE OFFICER

By [Signature]
Its Secretary of the Board



PROOF OF PUBLICATION

AFFIDAVIT

State of Nebraska, Lancaster County, ss:

Rembolt Ludtke & Berger LLP,
Attorneys

1201 Lincoln Mall, Suite 102
**NOTICE OF AMENDMENT OF
ARTICLES OF INCORPORATION**

Pursuant to the provisions of the Nebraska Business Corporation Act, this Notice of Amendment of the Articles of Incorporation of Nebraska Technology & Telecommunications, Inc. is submitted as follows:

1. The authorized capital stock of this corporation shall be increased from fifteen million (15,000,000) shares to seventeen million (17,000,000) shares of common stock, which shall be divided into fifteen million (15,000,000) shares of Class A Common Stock, which shall have voting rights, and two million shares of Class B Common Stock, which shall not have voting rights. The par value of each share shall remain one cent (\$0.01). The two classes of stock, in all respects other than voting rights, shall be identical.

The date of the adoption of the amendment by the shareholders and board of directors was August 4, 2000.
**NEBRASKA TECHNOLOGY &
TELECOMMUNICATIONS,
INC.**

Jan 22 (Mon) Jan 8-15-22
tech-1 /22

Scott G. Stewart, being duly sworn, deposes that he is an editor or manager of the Daily Reporter, a legal daily newspaper printed, published and of general circulation in the County of Lancaster and State of Nebraska, and that the attached printed notice was published in said newspaper once each week three successive weeks, the first insertion having been on the 8th day of January A.D., 2001, and thereafter on January 15 and 22, 2001, and that said newspaper is a legal newspaper under the statutes of the State of Nebraska. The above facts are within my personal knowledge.

Subscribed in my presence and sworn to
before me January 22, 2001

Notary Public

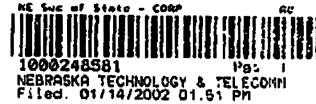
Printers Fee \$56.26



DOMESTIC CHANGE OF REGISTERED AGENT and/or OFFICE

Submit in Duplicate

John A. Gale, Secretary of State
Room 1305 State Capitol, P.O. Box 94608
Lincoln, NE 68509
<http://www.nol.org/home/SOS/>



The following corporation, pursuant to the laws of the state of Nebraska, does hereby wish to change its Registered Agent and/or Registered Office.

Name of Corporation NEBRASKA TECHNOLOGY & TELECOMMUNICATIONS INC.

Previous: Corporate Records Show

Registered Agent: Cynthia L. Hopp

Registered Office: 809 N 92nd Omaha NE 68114
Street Address Suite 210 City Zip

New:

Registered Agent: Dale Musfeldt

Registered Office*: 809 N 92nd Omaha NE 68114
Street Address City Zip

* The street address of the registered office and the street address of the registered agent must be identical.

DATED JANUARY 4, 2002

Dale Musfeldt
Signature

Dale Musfeldt CEO
Printed Name/Title

NOTE: Every filing must be signed by the chairperson of the board of directors, the president, or one of the officers of the corporation. If the corporation has not yet been formed or directors have not yet been selected, the filing shall be signed by an incorporator. If the corporation is in the hands of a receiver, trustee, or other court appointed fiduciary, the filing shall be signed by that fiduciary.

Registered Agent: Please check A (current agent) or B (new agent) below and sign

A. I hereby state that the above named corporation has been notified of the change in address of my registered office.

B. I hereby consent to act as registered agent for the above named corporation.

Dale Musfeldt
Signature of Registered Agent

FILING FEE: \$30.00

Revised 12/19/2000

Neb. Rev. Stat. §21-2032



ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
NEBRASKA TECHNOLOGY & TELECOMMUNICATIONS, INC.

These Articles of Amendment to the Articles of Incorporation of Nebraska Technology & Telecommunications, Inc. are submitted pursuant to NEB. REV. STAT. §21-20,121 as follows:

1. The name of the corporation is Nebraska Technology & Telecommunications, Inc.
2. The amendment so adopted revokes Article V of the Articles of Incorporation, as previously amended, in its entirety, and substitutes therefor the following:

“ARTICLE V.

The aggregate number of shares which the corporation shall have the authority to issue is seventeen million two hundred thousand (17,200,000) shares, consisting of seventeen million (17,000,000) shares of common stock of one cent (\$0.01) par value per share, which shall be divided into fifteen million (15,000,000) shares of Class A Common Stock, two million (2,000,000) shares of Class B Common Stock, and two hundred thousand (200,000) shares of preferred stock of par value one cent (\$0.01) per share.

The designations and the powers, preferences and rights, and the qualifications, limitations or restrictions thereof are as follows:

(a) Class A Common Stock.

(i) Dividends. Each issued and outstanding share of Class A Common Stock shall entitle the holder thereof to receive out of the funds legally available therefor, when, as and if declared by the Board of Directors, dividends in such amounts and at such times as the Board of Directors shall determine. No dividends are payable on the Class A Common Stock if there are any accrued dividends on the Preferred Stock, up to and including the current quarterly dividend period of such Preferred Stock, which have not been paid, or which have been declared and a sum set aside for payment;

(ii) Liquidation. In the event of a liquidation, dissolution or winding up of the affairs of the corporation, whether voluntary or involuntary, the Class A Common Stock and the Class B Common Stock shall share ratably in the net assets of the Corporation available for distribution to the holders of shares of Common Stock, each issued and

outstanding share of Common Stock entitling the holder thereof to receive an equal portion of the net assets without distinction as to class; and

(iii) Voting Rights. Each issued and outstanding share of Class A Common Stock shall entitle the holder thereof to one vote.

(b) Class B Common Stock.

(i) Dividends. Each issued and outstanding share of Class B Common Stock shall entitle the holder thereof to receive out of the funds legally available therefor, when, as and if declared by the Board of Directors, dividends in such amounts and at such times as the Board of Directors shall determine, provided, however, that dividends on the Class B Common Stock shall be declared at the same times and in the same amounts as dividends on the Class A Common Stock. No dividends are payable on the Class B Common Stock if there are any accrued dividends on the Preferred Stock, up to and including the current quarterly dividend period of such Preferred Stock, which have not been paid, or which have been declared and a sum set aside for payment;

(ii) Liquidation. In the event of a liquidation, dissolution or winding up of the affairs of the corporation, whether voluntary or involuntary, the Class A Common Stock and the Class B Common Stock shall share ratably in the net assets of the Corporation available for distribution to the holders of shares of Common Stock, each issued and outstanding share of Common Stock entitling the holder thereof to receive an equal portion of the net assets without distinction as to class; and

(iii) Voting Rights. Holders of Class B Common Stock shall not be entitled to vote on any matter submitted to a vote of the stockholders of the corporation.

(c) Preferred Stock. The Board of Directors is authorized and empowered at one time or from time to time:

(i) To create one or more series of Preferred Stock and to authorize the issuance of shares of Preferred Stock in such series, and to fix or alter, in respect of any particular series, the following express terms and conditions of any authorized and unissued shares of Preferred Stock (whether or not such shares shall have been previously designated as shares of a particular series): (a) The designation of the series; (b) the number of shares of the series, which number may at any time or from time to time be increased or decreased by the Board of Directors, notwithstanding that shares of the series may be outstanding at the time of such increase or decrease, unless the Board of Directors shall have otherwise provided in creating the series; (c) The dividend rate and the date(s) at which dividends, if declared, shall be payable; (d) The redemption price; and (e) the liquidation price.

(ii) To make the shares of any one or more series convertible or exchangeable for shares of Common Stock of the corporation, and in any such event, prior to the issuance of such Preferred Stock, to fix or alter the conversion price or prices or the rate

price or prices or the rate or rates of exchange and adjustments of such Preferred Stock, if any, at which such conversion or exchange may be made, including provisions for protection against dilution or impairment of such rights of conversion or exchange;

(iii) To provide that the shares of any one or more series of Preferred Stock shall have such voting rights as are determined by the Board of Directors; and

(iv) To adopt such amendment or amendments to the Articles of Incorporation as may be required or permitted by law to accomplish the foregoing purposes. "

3. The number of shares of stock outstanding on the date of the adoption of the amendment is eight million eight hundred thirteen thousand six hundred eighty (8,813,680) shares, all of which is Class A Common Stock.

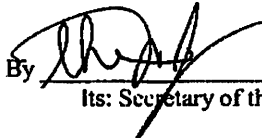
4. The foregoing amendment was adopted by unanimous written consent of the shareholders and board of directors as of November 23, 2001.

Dated: December 27, 2001

NEBRASKA TECHNOLOGY &
TELECOMMUNICATIONS, INC

By 
Its Dale Muefeldt, CEO

ATTEST:

By 
Its: Secretary of the Board



ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF



NEBRASKA TECHNOLOGY & TELECOMMUNICATIONS, INC.

These Articles of Amendment to the Articles of Incorporation of Nebraska Technology & Telecommunications, Inc. are submitted pursuant to NEB. REV. STAT. §§21-20,121 and 21-2036 as follows:

1. The name of the corporation is Nebraska Technology & Telecommunications, Inc.

2. These Articles of Amendment are filed for the purpose of creating a series of Preferred Stock of the corporation and setting forth the text of an amendment determining the terms of the series of Preferred Stocks so created, which are as follows:

(a) There is hereby created a series of Preferred Stock of the corporation to be known as Series 1 Preferred Stock, to consist of 50,000 shares.

(i) Issuance and Consideration. Shares of Series 1 Preferred Stock may be issued from time to time for such consideration paid, wholly or partly in cash, property or services performed for the corporation, and upon such terms as the Board of Directors may determine. Any and all such shares so issued, for which the full consideration fixed as aforesaid has been paid or delivered, shall be deemed fully paid stock and shall not be liable to any further assessment thereon and the holders of such shares shall not be liable for any further payment therefor. All shares of Series 1 Preferred Stock shall be identical except as to the date from which the dividends thereon shall be cumulative.

(ii) Dividends. Cumulative dividends of Five Dollars (\$5.00) per share annually will be payable on the Series 1 Preferred Stock, in quarterly installments, out of funds legally available therefor, as and when declared by the Board of Directors, before any dividends shall be payable on any other class of stock, and before any sums shall be set aside for the redemption or purchase for retirement of the whole or any part of the Series 1 Preferred Stock.

(iv) Redemption.

(A) Call of Series 1 Preferred Stock. The corporation may, at the option of the Board of Directors, upon no less than sixty (60) days prior written notice to the holders of the Series 1 Preferred Stock, redeem all or any part of the outstanding Series 1 Preferred Stock at the price of Fifty Dollars (\$50.00) per share plus accrued dividends to the date of redemption. Such redemption may take place at the time determined by resolution of the Board of Directors and in the manner determined by the By-laws of the corporation. The Board of Directors shall determine by resolution whether the Series 1 Preferred Stock so redeemed shall be cancelled and retired or whether such stock may, from time to time, and in the

4535 NORMAL BOULEVARD SUITE 195 - LINCOLN, NEBRASKA 68506 - PHONE 402.483.7999 - FAX 402.483.1800
809 NORTH 96th STREET SUITE 210 - OMAHA, NEBRASKA 68114 - PHONE 402.397.7770 - FAX 402.397.0993
24 HOUR SERVICE 888.273.6693 - WEBSITE www.nttservices.com

discretion of the Board, be reissued. The Board of Directors shall have the power, to the extent permitted by law, to determine the sources of the funds to be used for redeeming such stock. However, the corporation shall not exercise its right to redeem if the corporation is insolvent or would become insolvent as a result of such redemption.

(B) Put by Holder. Commencing July 1, 2006, the holders of the shares of Series 1 Preferred Stock shall have an option to require the corporation to purchase and redeem the Series 1 Preferred Stock (the "put option"). The redemption price per share of Series 1 Preferred Stock shall be Fifty Dollars (\$50.00) per share, together with all accumulated but unpaid dividends at the date on which the redemption price is paid by the corporation. A holder of Series 1 Preferred Stock shall exercise its put option by delivering to the secretary of the corporation at the corporation's offices a written notice stating that it elects to exercise its put option, and the number of shares that it elects to put to the corporation. Upon receipt of the holder's notice of its exercise of its put option, the corporation shall advise the holder exercising its put option of the date and time of the closing of the redemption, which shall be not more than ninety (90) days after the date on which the holder exercises its put option. Upon the holder's exercise of its put option, the holder of the Series 1 Preferred Stock exercising its put option shall sell and transfer said shares to the Corporation. The closing shall occur at the offices of the Corporation. The Board of Directors shall have the power, to the extent permitted by law, to determine the sources of the funds to be used for redeeming such stock. However, the corporation shall not exercise its right to redeem if the corporation is insolvent or would become insolvent as a result of such redemption.

(iv) Convertible into Class A Common Stock. Each share of Series 1 Preferred Stock may be converted into Class A Common Stock of the corporation according to the terms of this subsection (c)(iv). At the option of the holder, each share of Series 1 Preferred Stock shall be convertible into Class A Common Stock of the corporation. The conversion rate shall depend on the holder's aggregate investment in stock and securities in the corporation, including debt securities and interest thereon. All conversions shall be at the rate of two (2) shares of Class A Common Stock for each one (1) dollar of purchase price of Series 1 Preferred Stock and accrued dividends thereon for holders of Series 1 Preferred Stock whose aggregate investments in the stock and securities of the corporation exceed \$300,000 and are less than or equal to \$1 million, and at the rate of four (4) shares of Class A Common Stock for each one (1) dollar of purchase price of Series 1 Preferred Stock and accrued dividends thereon for holders of Series 1 Preferred Stock whose aggregate investments in the stock and securities of the corporation exceed \$1 million. No fractional shares shall be issued. The holder decrease in the number of issued shares of Class A Common Stock resulting from (x) a division or consolidation of shares or any other similar capital adjustment, (y) the payment of a stock dividend on the Class A Common Stock, or (z) other increase or decrease in such shares effected without receipt of consideration by the corporation. If the corporation exercises its option to redeem the shares of Series 1 Preferred Stock as provided under subsection (c)(iii)(A), the shares of Series 1 Preferred Stock shall cease to be convertible as provided in this subsection forty-five (45) days after the date that the corporation mails written notice of its election to exercise its call option to the holders of Series 1 Preferred Stock.

(v) Liquidation Rights. In the event of liquidation, dissolution or winding up of the affairs of the corporation, whether voluntary or involuntary, before any payments or distributions shall be made on any Common Stock, the holders of Series 1 Preferred Stock shall be entitled to receive the sum of Fifty Dollars (\$50.00) per share for each share of Series 1 Preferred Stock outstanding on that date, together with all accumulated but unpaid dividends at the date of final distribution to the holders of Series 1 Preferred Stock at the rate fixed for such shares. The holders of the Series 1 Preferred Stock, upon receipt of such payments, shall be entitled to no further payment or claim to any of the remaining assets of the corporation.

(vi) Voting Rights. Except as may be required by law, the holders of the Series 1 Preferred Stock shall have no voting rights nor shall they be counted in determining the presence of a quorum at any annual or special meeting of the common stockholders of the corporation."

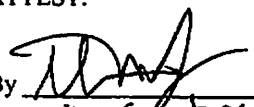
3. The foregoing amendment was adopted effective November 11, 2001.
4. The foregoing amendment was duly adopted by the board of directors without shareholder action. Shareholder action was not required.

Dated: November 19, 2001

NEBRASKA TECHNOLOGY &
TELECOMMUNICATIONS, INC.

By 
Its President / CEO

ATTEST:

By 
Its Secretary



PROOF OF PUBLICATION

AFFIDAVIT

State of Nebraska, Lancaster County, ss:

**Rembolt Ludtke & Berger LLP,
Attorneys**

1201 Lincoln Mall, Suite 102

**NOTICE OF AMENDMENT OF
ARTICLES OF INCORPORATION**

Pursuant to the provisions of the Nebraska Business Corporation Act, this Notice of Amendment of the Articles of Incorporation of Nebraska Technology & Telecommunications, Inc. is submitted as follows:

Articles of Amendment have been filed for the purpose of creating a series of Preferred Stock of the corporation, known as Series 1 Preferred Stock, consisting of 50,000 shares. The terms and provisions of the Preferred Stock are set forth in said Articles of Amendment.

The date of the adoption of the amendment by the board of directors was November 11, 2001.

Nebraska Technology &
Telecommunications, Inc.

Apr 18 (Thr)

Apr 4-11-18

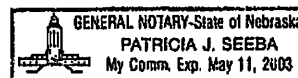
NeTech/4.18

Scott G. Stewart, being duly sworn, deposes that he is an editor or manager of the Daily Reporter, a legal daily newspaper printed, published and of general circulation in the County of Lancaster and State of Nebraska, and that the attached printed notice was published in said newspaper once each week three successive weeks, the first insertion having been on the 4th day of April, 2002, and thereafter on April 11 and 18, 2002, and that said newspaper is a legal newspaper under the statutes of the State of Nebraska. The above facts are within my personal knowledge.

Subscribed in my presence and sworn to before me April 18, 2002

Notary Public

Printers Fee \$42.19





DOMESTIC CHANGE OF REGISTERED AGENT and/or OFFICE
Submit in Duplicate

John A. Gale, Secretary of State
Room 1301 State Capitol, P.O. Box 94608
Lincoln, NE 68509
<http://www.sos.state.ne.us>

The following corporation, pursuant to the laws of the state of Nebraska, does hereby wish to change its Registered Agent and/or Registered Office.

Name of Corporation Nebraska Technology & Telecommunications, Inc.

Previous: CORPORATE RECORDS SHOW

Registered Agent: Dale Musfeldt
Registered Office: 809 N. 96th St. ~~Ste. 210~~ Omaha NE 68114
Street Address City Zip

New:
Registered Agent: Mike Orcutt
Registered Office*: 809 N. 96th St. Ste. 210 Omaha NE 68114
Street Address City Zip

* The street address of the registered office and the street address of the registered agent must be identical.

DATED August 19, 2004

Dale Musfeldt
Signature
Dale Musfeldt CEO
Printed Name and Title

NOTE: Every filing must be signed by the chairperson of the board of directors, the president, or one of the officers of the corporation. If the corporation has not yet been formed or directors have not yet been selected, the filing shall be signed by an incorporator. If the corporation is in the hands of a receiver, trustee, or other court appointed fiduciary, the filing shall be signed by that fiduciary. Signing a false document which is filed or attempted to be filed with the Secretary of State is a Class I Misdemeanor, subject to up to one year imprisonment or a \$1000 fine, or both.

Registered Agent: Please check A (current agent) or B (new agent) below and sign

A. I hereby state that the above named corporation has been notified of the change in address of my registered office.

B. I hereby consent to act as registered agent for the above named corporation

[Signature]
Signature of Registered Agent

FILING FEE: \$30.00
Revised 01/09/2004

Neb. Rev. Stat. §21-2032



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Submit in Duplicate

John A. Gale, Secretary of State
Room 1301 State Capitol, P.O. Box 94608
Lincoln, NE 68509

<http://www.sos.state.ne.us>

The following corporation, pursuant to the laws of the state of Nebraska, does hereby wish to change its Registered Agent and/or Registered Office.

Name of Corporation Nebraska Technology & Telecommunications, Inc.

Previous:

Registered Agent: Mike Orcutt
Registered Office: 809 N. 96th Street, Suite 210, Omaha, NE 68114
Street Address City Zip

New:

Registered Agent: Mike Orcutt
Registered Office*: 2308 S. 156th Circle, Omaha, NE 68130
Street Address City Zip

* The street address of the registered office and the street address of the registered agent must be identical.

DATED DECEMBER 8, 2005

Marcus D. Young II
Signature
Marcus D. Young II, President
Printed Name and Title

NOTE: Every filing must be signed by the chairperson of the board of directors, the president, or one of the officers of the corporation. If the corporation has not yet been formed or directors have not yet been selected, the filing shall be signed by an incorporator. If the corporation is in the hands of a receiver, trustee, or other court appointed fiduciary, the filing shall be signed by that fiduciary. Signing a false document which is filed or attempted to be filed with the Secretary of State is a Class I Misdemeanor, subject to up to one year imprisonment or a \$1000 fine, or both.

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 B. I hereby consent to act as registered agent for the above named corporation.
[Signature]
Signature of Registered Agent

FILING FEE: \$30.00
Revised 01/09/2004

Neb. Rev. Stat. §21-2032