

EXHIBIT B

CERTIFICATE OF FORMATION

Doc ID --> 200025800014



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
09/14/2000	200025800014	DOMESTIC ARTICLES/FOR PROFIT (ARF)	85.00	.00	.00	.00	.00

Receipt

This is not a bill. Please do not remit payment.

NATHANIEL HAWTHORNE
27600 CHAGRIN BLVD
NO. 260
CLEVELAND, OH 44122

STATE OF OHIO

Ohio Secretary of State, J. Kenneth Blackwell

1180608

It is hereby certified that the Secretary of State of Ohio has custody of the business records for
NEXUS COMMUNICATIONS, INC.

and, that said business records show the filing and recording of:

Document(s)	Document No(s):
DOMESTIC ARTICLES/FOR PROFIT	200025800014



United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of
the Secretary of State at Columbus,
Ohio this 11th day of September,
A.D. 2000.

J. Kenneth Blackwell
Ohio Secretary of State



Prepared by **J. Kenneth Blackwell**

Please obtain fee amount and mailing instructions from the Forms Inventory List (using the 3 digit form # located at the bottom of this form). To obtain the Forms Inventory List or for assistance, please call Customer Service:
Central Ohio: (614) 466-3910 Toll Free: 1-877-SOS-FILE (1-877-767-3453)

Expedite this form
Yes Yes

ARTICLES OF INCORPORATION

(Under Chapter 1701 of the Ohio Revised Code)
Profit Corporation

The undersigned, desiring to form a corporation, for profit, under Sections 1701.01 et seq. of the Ohio Revised Code, do hereby state the following:

- FIRST.** The name of said corporation shall be:
Nexus Communications, Inc.
- SECOND.** The place in Ohio where its principal office is to be located is
Lewis Center, Franklin County, Ohio
(city, village or township)
- THIRD.** The purpose(s) for which this corporation is formed is:
To provide local and long distance telecommunications, internet access, cellular, paging and other telecommunications services.
- FOURTH.** The number of shares which the corporation is authorized to have outstanding is: 100
(Please state whether shares are common or preferred, and their par value, if any. Shares will be recorded as common with no par value unless otherwise indicated.)

IN WITNESS WHEREOF, we have hereunto subscribed our names, on September 10, 2000
(date)

Signature: Nathaniel Hawthorne, Incorporator
Name: Nathaniel Hawthorne

Signature: Paul Karas, Incorporator
Name: Paul Karas

Signature: Marcia Schmidt, Incorporator
Name: Marcia Schmidt



Prescribed by **J. Kenneth Blackwell**

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ORIGINAL APPOINTMENT OF STATUTORY AGENT

The undersigned, being at least a majority of the incorporators of Nexus Communications, Inc.

hereby appoint Nathaniel Hawthorne to be statutory agent upon whom any process, notice or

demand required or permitted by statute to be served upon the corporation may be served. The complete address of the agent is:

27600 Chagrin Blvd., Suite 280
(street name and number P.O. Boxes are not acceptable)
Cleveland, Ohio 44122
(city, village or township) (zip code)

Signature: _____
Name: Nathaniel Hawthorne

Signature: Paul Karas
Name: Paul Karas

Signature: Marcia Schmidt
Name: Marcia Schmidt

ACCEPTANCE OF APPOINTMENT

The undersigned, Nathaniel Hawthorne, named herein as the statutory agent for, Nexus Communications, Inc., hereby acknowledges and accepts the appointment of statutory agent for said corporation.

Signature: Nathaniel Hawthorne
Statutory Agent