

Filing fee: \$75.00

*Certificates not required
only filing in RI*

10/213

**APPLICATION FOR
AMENDED CERTIFICATE OF AUTHORITY
OF**

.....Z-Tel Communications, Inc.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-111 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for an Amended Certificate of Authority to transact business in Rhode Island, and for that purpose submits the following statement:

FIRST: A Certificate of Authority was issued to the corporation by your office on June 19, 1998, authorizing it to transact business in Rhode Island under the name of Z-Tel Communications, Inc.

SECOND: The corporate name of the corporation has changed to Z-Tel Communications, Inc. [If no change, so indicate]

THIRD: The name which it elects to use hereafter in Rhode Island is Z-Tel Communications, Inc.

FOURTH: It desires to pursue in the transaction of business in Rhode Island other or additional purposes than those set forth in its prior Application for a Certificate of Authority, as follows: [If no other or additional purposes are proposed, insert "No change."]
No Change

FIFTH: Other amendments, if any, to Certificate of Authority previously issued: (If increase of authorized capital stock, state: [see §§7-1.1-103, 7-1.1-109, 7-1.1-110 of the General Laws, 1956, as amended.]

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
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- (A): An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 25,000,000
- (B): An estimate of the value of its property to be located within Rhode Island during such year is \$ 0
- (C): An estimate of the gross amount of business to be transacted by it during such year is \$ 109,000,000
- (D): An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 0

FILED
OCT 19 1998
Certy
By 212637

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Dated October 7, 1998

Z-Tel Communications, Inc.

By

D. Gregory Smith
D. Gregory Smith

Its

President

and

Russell T. Alba
Russell T. Alba

Its

Secretary

STATE OF Florida

COUNTY OF Hillsborough

} SC.

At Tampa in said County on the 7th day
of October 1998, before me personally appeared

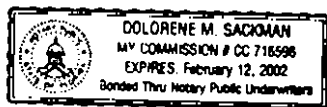
D. Gregory Smith, who being by me first duly sworn, declared that he is the
President of Z-Tel Communications, Inc.,
that he signed the foregoing document as such President of the corporation, and that the statements therein contained are true.

Dolorene M. Sackman

Notary Public

Dolorene M. Sackman

(NOTARIAL SEAL)



FROM

PHONE NO. :

Sep. 14 1998 09:36AM P2

Z-Tel, Inc.

September 8, 1998

Secretary of State

RE: Z-Tel, Inc. (n/k/a StormTel, Inc.), a Nevada corporation
File No. 3189-1997

Dear Madam or Sir:

As of August 25, 1998 documents were filed in Nevada, our state of incorporation, to evidence the above referenced change of name. In as much as we are qualified to do business in your state under Z-Tel, Inc., it is our intent to prepare and forward to your office all necessary documentation and evidence under an amended filing, referencing change of name in our state of incorporation, as well as in your state. However, we hereby have withdrawn any objections and protest previously stated to the use of the name Z-Tel by Z-Tel Communications, Inc. a Delaware corporation.

If you have any questions in connection with this matter, please call me 314-257-2020.

Very truly yours,



James (Chris) Watson
Vice President and Secretary

cc: Z-Tel Communications, Inc. of Delaware
Steven Schember, Esquire