

EXHIBIT B

CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS
(Attached)

STATE OF MISSOURI



Robin Carnahan
Secretary of State

CERTIFICATE OF AUTHORITY

WHEREAS,

INETWORKS GROUP, INC.

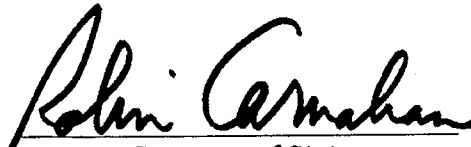
using in Missouri the name

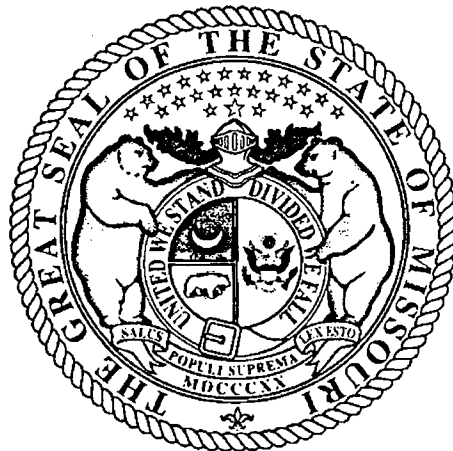
INETWORKS GROUP, INC.
F00751434

has complied with the General and Business Corporation Law which governs Foreign Corporations; by filing in the office of the Secretary of State of Missouri authenticated evidence of its incorporation and good standing under the Laws of the State of Illinois.

NOW, THEREFORE, I, ROBIN CARNAHAN, Secretary of State of the State of Missouri, do hereby certify that said corporation is from this date duly authorized to transact business in this State, and is entitled to all rights and privileges granted to Foreign Corporations under the General and Business Corporation Law of Missouri.

IN TESTIMONY WHEREOF, I hereunto
set my hand and cause to be affixed the
GREAT SEAL of the State of Missouri.
Done at the City of Jefferson, this
14th day of July, 2006.


Secretary of State





State of Missouri
Robin Carnahan, Secretary of State

Corporations Division
P.O. Box 778 / 600 W. Main Street, Rm 322
Jefferson City, MO 65102

File Number: 200619553806
F00751434
Date Filed: 07/14/2006
Robin Carnahan
Secretary of State

**Application for Certificate of Authority
For a Foreign For-Profit Corporation**

(Submit with filing fee of \$155.00)

1. The corporation's name is INETWORKS GROUP, INC.
and it is organized and existing under the laws of Illinois
2. The name it will use in Missouri is _____
3. The date of its incorporation was 01/16/2002, and the period of its duration is Perpetual
month/day/year
4. The address of its principal place of business 401 N. Michigan Avenue, Suite 1200 Chicago, IL 60611
Address City/State/Zip
5. The name and physical address of its registered agent and office in the State of Missouri is
C T Corporation System, 120 South Central Avenue, Clayton, MO 63105
Name Address City/State/Zip
6. The specific purpose(s) of its business in Missouri are:
The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of the state of Missouri. and telecommunication services.
7. The name of its officers and directors and their business addresses are as follows:

Officers	Name	Address	City/State/Zip
President	<u>SEE ATTACHMENT</u>		
Vice President	_____		
Secretary	_____		
Treasurer	_____		

Board of Directors

Director	<u>SEE ATTACHMENT</u>
Director	_____
Director	_____
Director	_____
Director	_____

Name and address to return filed document:

Name: _____
Address: _____
City, State, and Zip Code: _____

State of Missouri
Creation - General Business - Foreign 5 Page(s)




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8. The effective date of this document is the date it is filed by the Secretary of State of Missouri, unless you indicate a future date, as follows: _____

(Date may not be more than 90 days after the filing date in this office)

In Affirmation thereof, the facts stated above are true and correct:

(The undersigned understands that false statements made in this filing are subject to the penalties provided under Section 575.040, RSMo)


Must be an Officer or Chairman listed in #7, above

David J. Smat,

Printed Name

President

Title

6/7/06
Date

Note: You must submit current original certificate of good standing or certificate of existence with this application. This may be obtained from your Secretary of State or other authority that issues corporate charters.

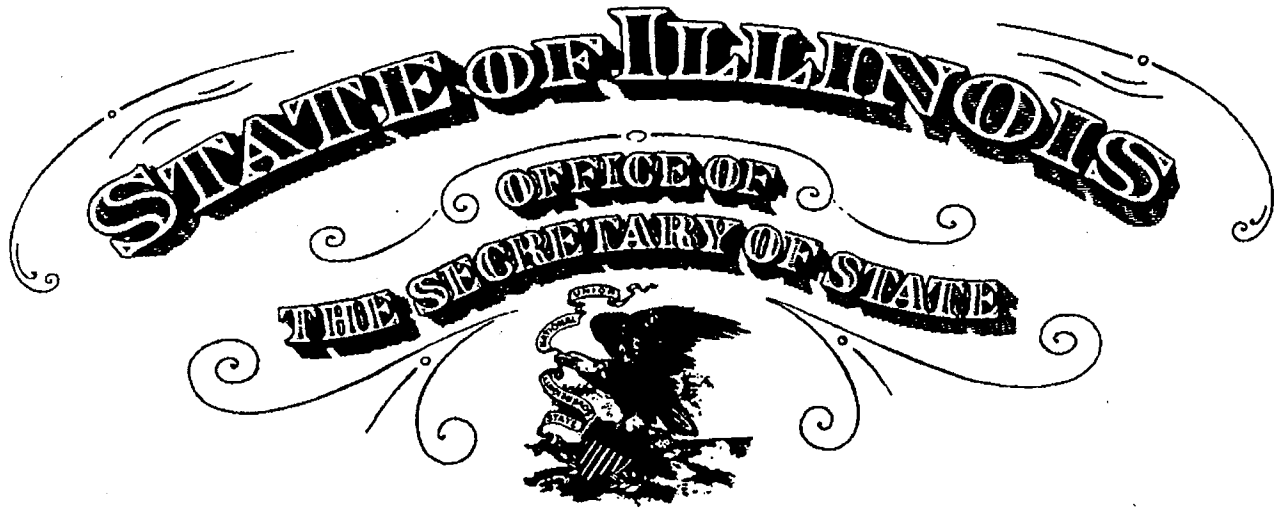
Officers and Directors for INetworks Group, Inc.

David J. Smat, President/Treasurer
Raymond L. Cowley, Vice President/Secretary

Directors positions are:

David J. Smat
Raymond L. Cowley

Business address for both individuals is: 401 N. Michigan Avenue, Suite 1200, Chicago, IL
60611



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

INETWORKS GROUP, INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE JANUARY 16, 2002, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS*****



In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this

day of JULY A.D. 12TH 2006

Jesse White

SECRETARY OF STATE

State of Missouri



Robin Carnahan
Secretary of State

CERTIFICATE OF AUTHORITY

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NETWORKS GROUP, INC.

using in Missouri the name

NETWORKS GROUP, INC.
F00751434

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Robin Carnahan

Secretary of State

