

# Husch & Eppenberger, LLC

Attorneys and Counselors at Law

750 North Jefferson  
Springfield, MO 65802  
417.862.6726  
417.862.6948 fax

May 24, 2000

FILED<sup>3</sup>

MAY 25 2000

Missouri Public  
Service Commission

Via Federal Express Delivery

Mr. Dale Hardy Roberts  
Executive Secretary - Chief Regulatory Law Judge  
Missouri Public Service Commission  
P O Box 360  
Jefferson City, MO 65102-0360

Re: Case No. TA-2000-723 (Tariff File No. 20001005)  
Atlas Mobilfone, Inc. - CLEC

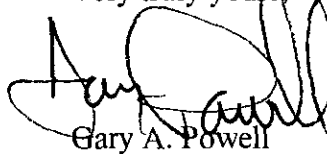
Dear Mr. Roberts:

Enclosed please find original and fourteen copies of an Amended Application for a Certificate of Service Authority and for Competitive Classification. We have not been served Notice of Intervention as of the date of this letter.

Pursuant to recommendation of Staff, we respectfully request waiver of the Commission Rules as identified in this amended filing and withdraw reference to those set forth in the initial application. Additionally, please note the certificate of good standing from the Secretary of State of Missouri which provides evidence the corporation has authority to conduct business in Missouri.

Thank you for your assistance in this matter. If you have questions in this regard please contact me by calling 417-862-6726. Copies are being served on the parties noted below.

Very truly yours,



Gary A. Powell

Enclosures

cc: Office of Public Counsel  
General Counsel's Office  
Audrey P. Rasmussen, Esq.

::ODMA\PCDOCS\SPRINGFIELD\62800\1

**BEFORE THE PUBLIC SERVICE  
COMMISSION OF THE STATE OF MISSOURI**

**FILED<sup>3</sup>**

MAY 25 2000

In the Matter of the Application of )

ATLAS MOBILFONE, INC. )

For a Certificate of Service Authority to Provide )  
Interexchange and Non-switched Local Exchange )  
Telecommunications Services in the State of )  
Missouri and for Competitive Classification )

Missouri Public  
Service Commission

Case No. TA-2000-723

AMENDED  
**APPLICATION FOR A CERTIFICATE OF SERVICE AUTHORITY AND  
FOR COMPETITIVE CLASSIFICATION**

Atlas Mobilfone, Inc. ("Atlas" or "Applicant"), a Missouri corporation, files this amended application respectfully requesting that the Missouri Public Service Commission ("Commission") issue an order that:

- (a) grants Applicant a Certificate of Service Authority to provide facilities-based interexchange and local non-switched exchange telecommunications services in the State of Missouri pursuant to Chapter of the Missouri Revised Statutes;
- (b) grants competitive status to Applicant; and
- (c) waives certain Commission rules and statutory provisions pursuant to Section 392.420, RSMo.

In support of its request, Applicant states:

1. Applicant's legal name is Atlas Mobilfone, Inc.. Atlas maintains its principal place of business at:

Atlas Mobilfone, Inc.  
1905 S. Glenstone  
Springfield, MO 65804  
Telephone: (417) 883-1700  
Facsimile: (417) 886-0154

A copy of Atlas' Certificate of Formation and Certificate of Authority to Transact Business in the State of Missouri are attached hereto as Exhibit 1.

2. Correspondence or communications pertaining to this application should be directed to Atlas's attorney of record:

Gary A. Powell  
Husch & Eppenger  
750 North Jefferson  
Springfield, MO 65806  
Telephone: (417) 862-6726  
Facsimile: (417) 862-6948  
email: gary.powell@husch.com

and

Audrey P. Rasmussen  
Hall, Estill, Hardwick, Gable, Golden & Nelson, P.C.  
1120 20<sup>th</sup> Street NW, North Building, Suite 700  
Washington, D.C. 20036  
Telephone: (202) 973-1210  
Facsimile: (202) 973-1212  
email: arasmussen@hallestill.com

with a copy to:

Steven T. Powell  
Atlas Mobilfone, Inc.  
1905 S. Glenstone  
Springfield, MO 65804  
Telephone: (417) 883-1700  
Facsimile: (417) 886-0154  
email: [steve@atlascomm.net](mailto:steve@atlascomm.net)

3. Description of Services

Atlas seeks authority to provide local exchange dedicated, nonswitched private line service and intrastate interexchange telecommunications services to subscribers to and from all points in the Springfield LATA. Initially, Atlas intends to provide data transmission services only. Atlas will

deploy xDSL technology to provide high-speed, high quality data connections. Atlas proposes to provide service over its own facilities, through the use of unbundled network elements purchased from Southwestern Bell Telephone's ("SWBT's") services. Atlas plans to install an Asynchronous Transfer Mode ("ATM") switched network to carry its data traffic. Atlas will be connected to Atlas's collocated facilities in the incumbent LEC's central offices via DS3 or OC3 interconnects.

Atlas initially intends to target its marketing efforts to business customers with a need for affordable, high bandwidth, high performance, high speed Internet and Intranet data connections. Atlas's data communications services will be available on a full-time basis, 24 hours a day, seven days a week.

Atlas does not intend to provide Alternative Operator Service.

4. Atlas's toll-free-telephone number for customer inquiries is (800) 317-8527.

5. Technical, Managerial & Financial Qualifications

Atlas's management personnel have extensive experience in the telecommunications industry necessary to provide telecommunications services within Missouri. Atlas's officers are well qualified to provide its proposed telecommunications services and to operate the proposed network. Atlas has access to the financing and capital necessary to conduct its telecommunications operations as specified in this Application.

6. Tariff Requirement

Atlas's proposed tariff is being filed simultaneously with this Application; it has a 45-day effective date as required by 4 CSR 240-2.060(4)(H). The tariff contains the rules and regulations applicable to its customers, a description of the services offered, and a list of rates associated with such services. The tariff has a 45-day effective date as required by 4 CSR 240-2.060(4)(H).

7. Classification as a Competitive Company

Atlas also seeks classification as a competitive company, with accompanying reduced regulation, pursuant to Sections 392.361.2 and 392.361.3 RSMo. In determining the classification of an applicant, the Commission may consider such factors as market share, financial resources and name recognition, among others. See In the Matter of the Investigation for the Purpose of Determining the Classification of the Services Provided by Interexchange Telecommunications Companies within the State of Missouri, 30 Mo. P.S.C. (N.S.) 16 (1989); In the Matter of Southwestern Bell Telephone Company's application for Classification of Certain Services as Transitionally Competitive, 1 Mo. P.S.C. 3d 479, 484 (1992). All of the services a competitive company provides must be classified as competitive. Atlas submits that as a new market entrant, it does not have the market share or name recognition to inhibit competition. On the contrary, the Commission's approval of this application will create competition for those ILECs and IXC's that now possess sufficient market share and name recognition to dominate the telecommunications service market in the State of Missouri. Allowing Atlas to compete with established carriers will bring benefits such as lower costs and better service to residents of the State of Missouri. The public interest benefits of competition justify a lesser degree of regulation for competitive telecommunications carriers such as Atlas.

8. Requests for Waiver

Atlas will comply with all applicable statutes and Commission rules, regulations, decisions, and orders governing the provision of Atlas's proposed services. Atlas, however, requests that, at a minimum, the following statutes and regulations be waived at this time consistent with the Commission's previous decisions regarding other competitive interexchange telecommunications providers:

Statutes

392.240(1)	- rate making
392.270	- valuation of property (rate making)
392.280	- depreciation accounts
392.290	- issuance of securities
392.310	- stock and debt issuance
392.320	- stock dividend payment
392.330	- issuance of securities, debts & notes
392.340	- reorganization(s)

Commission Rules

4 CSR 240-10.020	- depreciation fund income
4 CSR 240-30.010(2)(c)	- rate schedules
4 CSR 240-30.040	- Uniform System of Accounts
4 CSR 240-33.030	- minimum charge rules
4 CSR 240-35	- bypass

9. Atlas, consistent with Section 386.570, RSMo Cum. Supp. 1992, will comply with all applicable Commission rules except those which are specifically waived by the Commission pursuant to a request filed by the Atlas.

10. Questions concerning the ongoing operations of Atlas following certification should be directed to:

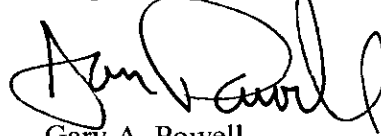
Steven T. Powell  
Atlas Mobilfone, Inc.  
1905 S. Glenstone  
Springfield, MO 65804  
Telephone: (417) 883-1700  
Facsimile: (417) 886-0154

### **CONCLUSION**

The telecommunications industry is characterized by unprecedented growth and increasing opportunity. Atlas's entry into the telecommunications market will enhance competition in the provision of telecommunications services throughout the State of Missouri, one of the primary goals of both state and federal telecommunications legislation.

WHEREFORE, Atlas Mobilfone, Inc., requests that the Missouri Public Service Commission grant it a Certificate of Service Authority to provide facilities-based and resold local exchange and interexchange telecommunications services, classify Atlas as a competitive company, and grant Atlas a waiver of the statutes and regulations referenced above.

Respectfully submitted,



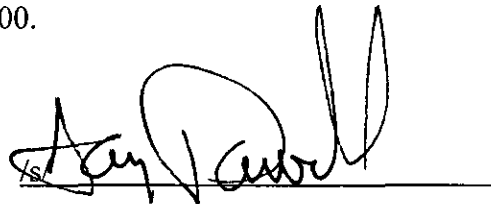
Gary A. Powell  
MO Bar #28147  
Husch & Eppenberger  
750 North Jefferson  
Springfield, MO 65806  
Telephone: (417) 862-6726  
Facsimile: (417) 862-6948

Audrey P. Rasmussen  
Hall, Estill, Hardwick, Gable, Golden & Nelson, PC  
1120 20<sup>th</sup> Street NW, North Building, Suite 700  
Washington, D.C. 20036  
Telephone: (202) 973-1210  
Facsimile: (202) 973-1212  
Counsel for Atlas Mobilfone, Inc.

Dated: May 24, 2000.

**Certificate of Service**

I hereby certify that a copy of this document has been mailed by first class mail, postage prepaid, to the Office of Public Counsel, 301 W. High Street, Room 250, P O Box 7800, Jefferson City, Missouri 65102, on this 24<sup>th</sup> day of May, 2000.





No. 00200286

# STATE OF MISSOURI



**Rebecca McDowell Cook**  
**Secretary of State**

CORPORATION DIVISION

## CERTIFICATE OF CORPORATE GOOD STANDING

I, REBECCA McDOWELL COOK, Secretary of State of the State of Missouri, do hereby certify that the records in my office and in my care and custody reveal that

ATLAS MOBILFONE, INC.

was incorporated under the laws of this State on the 28th day of APRIL, 1978, and is in good standing, having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 22nd day of MAY, 2000.

  
Secretary of State



No. 00200286

# STATE OF MISSOURI



**Rebecca McDowell Cook**  
**Secretary of State**

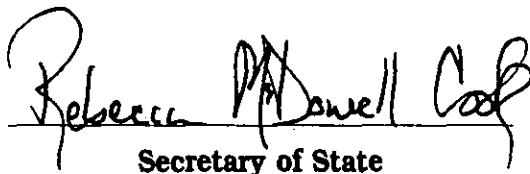
CORPORATION DIVISION

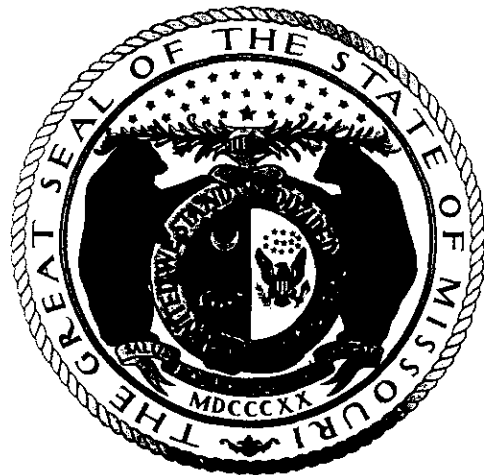
CERTIFICATE OF CORPORATE RECORDS

ATLAS MOBILFONE, INC.

I, REBECCA McDOWELL COOK, Secretary of State of the State of Missouri and Keeper of the Great Seal thereof, do hereby certify that the annexed pages contain a full, true and complete copy of the original documents on file and of record in this office.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 26th day of APRIL, 2000.

  
Secretary of State



No. ....



# STATE of MISSOURI

JAMES C. KIRKPATRICK, Secretary of State

## Corporation Division

### Certificate of Incorporation

WHEREAS, duplicate originals of Articles of Incorporation of .....  
 ATLAS MOBILEFONE, INC.

have been received and filed in the office of the Secretary of State, which Articles, in all re-  
 spects, comply with the requirements of The General and Business Corporation Law:

NOW, THEREFORE, I, JAMES C. KIRKPATRICK, Secretary of State of the State of Missouri,  
 by virtue of the authority vested in me by law, do hereby certify and declare .....  
 ATLAS MOBILEFONE, INC.

a body corporate, duly organized this day and that it is entitled to all rights and privileges  
 granted corporations organized under The General and Business Corporation Law; that the  
 address of its initial Registered Office in Missouri is .....

435 SOUTH KIMBROUGH

SPRINGFIELD

that its period of existence is ..... PERPETUAL .....; and that the  
 amount of its Authorized Shares is .....

30,000

COMMON

\$1.00 PAR

IN TESTIMONY WHEREOF, I have hereunto set my hand and  
 affixed the GREAT SEAL of the State of Missouri, at the City  
 of Jefferson, this 28TH day of APRIL, 1978

*James C. Kirkpatrick*  
 Secretary of State

RECEIVED OF: ATLAS MOBILEFONE, INC.  
 FIFTY THREE AND NO-----Dollars, \$ 53.00

For Credit of General Revenue Fund, on Account of Incorporation Tax and Fee.

No. 00200286

*Dorothy M. Miller*  
 Deputy Collector of Revenue



*State of Missouri . . . Office of Secretary of State*

JAMES C. KIRKPATRICK, Secretary of State

**Articles of Incorporation**

(To be submitted in duplicate by an attorney)

HONORABLE JAMES C. KIRKPATRICK  
SECRETARY OF STATE  
STATE OF MISSOURI  
JEFFERSON CITY, MO. 65101

The undersigned natural person(s) of the age of twenty-one years or more for the purpose of forming a corporation under The General and Business Corporation Law of Missouri adopt the following Articles of Incorporation:

**ARTICLE ONE**

The name of the corporation is: ATLAS MOBILEPHONE, INC.

**ARTICLE TWO**

The address, including street and number, if any, of the corporation's initial registered office in this state is: 435 South Kimbragh, Springfield, Missouri 65806

and the name of its initial agent at such address is: MARVIN BRITTON

**ARTICLE THREE**

The aggregate number, class and par value, if any, of shares which the corporation shall have authority to issue shall be:

30,000                      Common                      \$1.00 per share

The preferences, qualifications, limitations, restrictions, and the special or relative rights, including convertible rights, if any, in respect of the shares of each class are as follows:

SEE EXHIBIT A

FILED AND CERTIFICATE OF  
INCORPORATION ISSUED

APR 28 1978

*James C. Kirkpatrick*

Corporation Dept. SECRETARY OF STATE

#### ARTICLE FOUR

The number and class of shares to be issued before the corporation shall commence business, the consideration to be paid therefor and the capital with which the corporation will commence business are as follows:

No. of Shares	Class	Consideration to be paid	Par Value (or for shares without par value, show amount of consideration paid which will be capital)
500	Common	\$500.00	\$1.00 per share

The corporation will not commence business until consideration of the value of at least Five Hundred Dollars has been received for the issuance of shares.

#### ARTICLE FIVE

The name and place of residence of each incorporator is as follows:

Name	Street	City
Marvin Britton	1056 South Pickwick	Springfield, Mo.

#### ARTICLE SIX

The number of directors to constitute the board of directors is Three

#### ARTICLE SEVEN

The duration of the corporation is perpetual

EXHIBIT A

No person who shall now or hereafter own shares of stock of the corporation shall have the right or power to pledge, sell, or otherwise dispose of any share or shares of the capital stock of the corporation now owned or hereafter acquired by him without the written consent of all other shareholders, or in the absence of such written consent, without first giving to the corporation at least thirty (30) days' written notice by registered mail of his intention to make a disposition of his stock. Within the thirty (30) day period a meeting of the shareholders shall be called by the corporation. At such meeting all of the stock of the shareholder desiring to make any such disposition shall be offered for sale and shall be subject to an option, which option shall be exercised, if at all, at the time of such meeting. Any shares not purchased by the corporation at such meeting shall be offered to the other shareholders, each of whom shall have the right to purchase such portion of the stock offered for sale as the number of shares owned by him shall bear to the total number of shares owned by all the shareholders other than the offering shareholder; provided, however, that if any shareholder does not purchase his full proportionate share of stock, the unaccepted stock may be purchased by the other shareholders proportionately. The purchase or retirement by the corporation or by the other shareholders shall be at a price equal to the book value of such stock as of the last day of the month preceding the meeting of the shareholders, and such purchase price shall be payable in cash within thirty (30) days after such meeting of the shareholders. If all of the stock of the shareholder desiring to make a disposition thereof is not purchased or retired by the other shareholders of the corporation, then all restrictions imposed by this article upon such portion of stock not purchased or retired shall forthwith terminate. The restrictions imposed by this Article upon the remaining stock of the corporation, however, shall remain in full force and effect.

In the event of the death of any person now or hereafter owning shares of stock of this corporation, all of the stock of such shareholder shall be subject to purchase or retirement. Within ninety (90) days after appointment of the legal representative of such shareholder, or one hundred twenty (120) days after the death of such shareholder, whichever date occurs first, a meeting of shareholders shall be called at which all of the stock of such shareholder subject to purchase or retirement as herein provided, shall be offered for sale in the same manner and upon the same terms and conditions as provided in the preceding paragraph.

The provisions hereof shall be binding upon any executor, administrator, or other legal representative of every shareholder, and upon the successor, transferee, or assignee, of every shareholder in case of the sale or pledge of any share or shares of such stock by such shareholder, his executor, administrator, or legal representative and notice of the provisions hereof shall be embodied in, written, printed, or stamped upon each certificate of stock which is issued, and thereupon shall be a part thereof binding upon each owner thereof, regardless of the manner by which such stock shall be acquired. The corporation may enforce the provisions hereof by injunction or by any other remedy provided by law.

## ARTICLE EIGHT

The corporation is formed for the following purposes:

To sell, service, maintain, lease, rent, mobile telephones, one-way pagers, radios, and to render radio common carrier services as licensed by the Federal Communications Commission and Missouri Public Service Commission and to do anything, directly or indirectly, incidental thereto.

To produce, buy sell, lease, install import, distribute, deal and engage in the conduct and carry on the business of manufacturing, buying, selling and dealing in goods, wares and merchandise of every class and description.

To acquire, own, improve, develop, sell, lease, let and convey land, real estate and all property, real and personal; in connection therewith, and to transact any and all other business incidental to or connected with the purpose of this corporation.

To enter into contracts or agreements in any form whatsoever with manufacturers, distributors, or wholesalers of goods, wares and merchandise, granting this corporation exclusive or non-exclusive rights of representation, distribution, sale or other handling of the products of said manufacturer, distributor or wholesaler, in any territory.

To do any and everything necessary or convenient for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of the powers hereinabove enumerated, either for itself, or as agents, or any person, firm, or corporation, either alone or in association with other corporations or with any firm or individual; to engage in any other lawful business or operation deemed advantageous or desirable and to do any and everything incidental to, growing out of, or germane to any of the foregoing purposes or objects and to have and exercise all of the powers and rights conferred by the laws of the State of Missouri upon corporations formed under the Act hereinabove referred to, and all acts amendatory thereof, and supplemental hereto, it being expressly provided that the foregoing clauses shall be construed both as objects and powers, and shall be in furtherance and not in limitation of the powers conferred by the laws of the State of Missouri, and that the foregoing enumeration of specific powers shall not be held to alter or restrict in any manner the general provisions of this corporation.

To sign, co-sign or guarantee the notes, mortgages, securities or other obligations of other corporations, persons, associations or entities when such could be germane to or in furtherance of the objects and purposes for which the corporation is formed.

And generally, without prejudice, to the generality of this provision to possess all powers authorized by the General and Business Corporation Act of Missouri, and to do and perform any and every act necessary, suitable and useful and incidental or advisable to or for the accomplishment of any one or more of said objects, or which shall at the time appear to be conducive to or expedient for the benefit of said corporation in connection therewith.

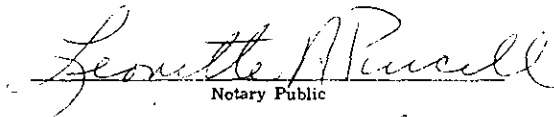
IN WITNESS WHEREOF, these Articles of Incorporation have been signed this 24th day

of April, 1978

*Marion Button*

STATE MISSOURI }  
COUNTY OF GREENE } ss.

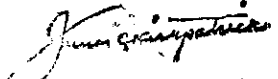
I, Leonette A. Purcell, a notary public,  
do hereby certify that on the 26th day of April, 1978, personally appeared  
before me, Marvin Britton (and \_\_\_\_\_),  
who being by me first duly sworn, (severally) declared that he is (they are) the person(s) who signed the  
foregoing document as incorporator(s), and that the statements therein contained are true.

  
Notary Public  
LEONETTE A. PURCELL  
My Commission Expires Sept. 8, 1979

My commission expires 9/8, 1978

FILED AND CERTIFICATE OF  
INCORPORATION ISSUED

APR 28 1978

  
James S. Simpson  
Secretary of State





# STATE of MISSOURI

JAMES C. KIRKPATRICK, Secretary of State

## Corporation Division

### Certificate of Amendment

WHEREAS, .....ATLAS..MOBILEFONE,..INC....(FORMERLY:..ATLAS..MOBILEFONE,..INC..)..  
a corporation organized under The General and Business Corporation Law has delivered to  
me a Certificate of Amendment of its Articles of Incorporation and has in all respects  
complied with the requirements of law governing the amendment of Articles of Incorporation  
under The General and Business Corporation Law,

NOW, THEREFORE, I, JAMES C. KIRKPATRICK, Secretary of State of the State of Missouri,  
do hereby certify that I have filed said Certificate of Amendment as provided by law, and that  
the Articles of Incorporation of said corporation are amended in accordance therewith.

IN TESTIMONY WHEREOF, I have hereunto set my hand and  
affixed the GREAT SEAL of the State of Missouri, at the City  
of Jefferson, this 14th day of August, 19 78.

*James C. Kirkpatrick*  
Secretary of State

RECEIVED OF: Atlas Mobilfone, Inc.  
Fifteen Dollars and no/100----- Dollars, \$ 15.00

For Credit of General Revenue Fund, on Account of Amendment Fee.

No. ....#00200286.....

*Dorothy Mae Miller*  
Deputy Collector of Revenue



*State of Missouri . . . Office of Secretary of State*

JAMES C. KIRKPATRICK, Secretary of State

**Amendment of Articles of Incorporation**

(To be submitted in duplicate by an attorney)

HONORABLE JAMES C. KIRKPATRICK  
SECRETARY OF STATE  
STATE OF MISSOURI  
JEFFERSON CITY, MO. 65101

Pursuant to the provisions of The General and Business Corporation Law of Missouri, the undersigned Corporation certifies the following:

(1) The name of the Corporation is ~~ATLAS MOBILEPHONE, INC.~~

The name under which it was originally organized was ~~ATLAS MOBILEPHONE~~

(2) An amendment to the Corporation's Articles of Incorporation was adopted by the shareholders

on ~~April 29~~, 19-78

(3) Article #.....1..... is amended to read as follows: The name of the corporation shall be changed from Atlas Moiblefone to Atlas Mobilfone, Inc.

FILED AND CERTIFICATE  
ISSUED

AUG 14 1978

*James C. Kirkpatrick*

Corporation Dept. SECRETARY OF STATE

(4) 30,000 shares issued, 30,000 outstanding, 30,000 of such shares were entitled to vote on such amendment.

The number of outstanding shares of any class entitled to vote thereon as a class were as follows:

Class	Number of Outstanding Shares
30,000 common shares	30,000

(5) The number of shares voted for and against the amendment was as follows:

Class	No. Voted For	No. Voted Against
30,000	30,000	none

(6) If the amendment changed the number or par value of authorized shares having a par value the amount in dollars of authorized shares having a par value as changed is:

If the amendment changed the number of authorized shares without par value, the authorized number of shares without par value as changed and the consideration proposed to be received for such increased authorized shares without par value as are to be presently issued are:

(7) If the amendment provides for an exchange, reclassification, or cancellation of issued shares, or a reduction of the number of authorized shares of any class below the number of issued shares of that class, the following is a statement of the manner in which such reduction shall be effected:

IN WITNESS WHEREOF, the undersigned,

Marvin Britton

President or

Vice President

has executed this instrument and its

Wilma Britton

Secretary or Assistant Secretary

has affixed its corporate seal hereto and

attested said seal on the 29th day of April, 19 78

PLACE  
CORPORATE SEAL  
HERE

(Name of Corporation)

ATTEST:

Wilma Britton

(Secretary or Assistant Secretary)

By

Marvin Britton

(President or Vice President)

STATE OF MISSOURI

COUNTY OF GREENE

ss.

I, Maxine Reid

a notary public,

do hereby certify that on this 10th day of August, 19 78

personally appeared before me Marvin Britton

who, being by me first duly sworn, declared that he is the President

Atlas Mobilfone, Inc.

of

that he signed the foregoing document as of the corporation, and that the statements therein contained are true.

Maxine Reid

Notary Public

(NOTARIAL  
SEAL)

Maxine Reid Notary Public  
Greene County State of Missouri  
My Commission Expires June 7, 1982

My commission expires

FILED AND CERTIFICATE  
ISSUED

AUG 14 1978

James C. [Signature]

Corporation Dept. SECRETARY OF STATE



Pd # 2784

**State of Missouri**  
**Judith K. Moriarty, Secretary of State**  
**P.O. Box 778, Jefferson City, Mo. 65102**  
**Corporation Division**

**Statement of Change of Registered Agent  
or Registered Office**

**INSTRUCTIONS**

The filing fee for this change is \$5.00.

Change must be filed in **DUPLICATE**.

The registered office may be, but need not be, the same as the place of business of the corporation or limited partnership, but the registered office and the business address of the agent must be the same. The corporation or limited partnership cannot act as its own registered agent.

Any subsequent change in the registered office or agent must be immediately reported to the Secretary of State. Forms are available upon request.

**FEB 01 1993**

Charter No. 00200286

*Judith K. Moriarty*  
**SECRETARY OF STATE**

The undersigned corporation or limited partnership, organized and existing under the laws of the State of Missouri for the purpose of changing its registered agent "The General and Business Corporation Act of Missouri," or the "Missouri Uniform Limited Partnership Law," represents that:

(1) The name of the corporation/ltd. partnership is:

Atlas Mobil Fine Inc

(2) The name of its registered agent before this change is:

Marvin Britton

(3) The name of the new registered agent is: Steven T. Powell

(4) The address, including street number, if any, of its registered office before this change is:

435 S. Kimbrough Springfield Mo 65806

(5) Its registered office (including street number, if any change is to be made) is hereby **CHANGED TO:**

(SAME)

(6) The address of its registered office and the address of the business office of its registered agent, as changed will be identical.

(7) Such change was authorized by resolution duly adopted by the board of directors of the corporation or by the limited partnership.

IN WITNESS WHEREOF, the undersigned corporation or limited partnership has caused this report to be executed in its name by its President or Vice President of the corporation, or General Partner of the limited partnership, and attested to by the assistant secretary if a corporation on the 26th day of January, 1993.

Atlas Mobilfone Inc

Name of corporation or limited partnership

(CORPORATE SEAL)

If no seal, state "none"

By

Stern D. Hill President

President or Vice President of corporation

or

General Partner of limited partnership

Attest:

Aisa Campbell, Asst. Secretary  
Secretary or Assistant Secretary  
of corporation

FILED

FEB 01 1993

State of

Missouri

County of

Greene

ss.

Judith K. Dornier  
SECRETARY OF STATE

I, Suzanne M. Robman, a Notary Public, do hereby certify that on the 28th day of January, 1993, personally appeared before me Stern D. Hill who declares he/she is the President or Vice President of the corporation, or a General Partner of the limited partnership, executing the foregoing document, and being first duly sworn, acknowledged that he/she signed the foregoing document in the capacity therein set forth and declared that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year before written.

Suzanne M. Robman  
Notary Public

(Notarial Seal)

My commission expires Suzanne M. Robman Notary Public  
Greene County State of Missouri  
My Commission Expires Aug. 12, 1996

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