

**Exhibit I**  
**Missouri Secretary of State Authorization**  
**&**  
**Certificate of Incorporation**

**See Attached**

# STATE OF MISSOURI



Robin Carnahan  
Secretary of State  
CERTIFICATE OF AUTHORITY

WHEREAS,

*VELOCITY THE GREATEST PHONE COMPANY EVER, INC.*  
F00933227

using in Missouri the name

*VELOCITY THE GREATEST PHONE COMPANY EVER, INC.*

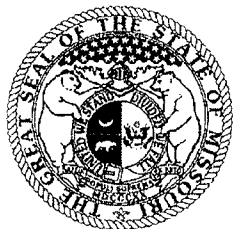
has complied with the General and Business Corporation Law which governs Foreign Corporations; by filing in the office of the Secretary of State of Missouri authenticated evidence of its incorporation and good standing under the Laws of the State of Delaware.

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  
1st day of December, 2008.

  
Secretary of State





**State of Missouri**  
**Missouri Secretary of State's Office**  
**Robin Carnahan**  
**Secretary of State, Robin Carnahan**

12/01/2008

**Invoice Number:** 7191055

**Invoice Date:** 12/01/2008 10:24 AM

**User ID:** 422

**Billing Information**

VELOCITY, THE GREATEST PHONE  
 COMPANY EVER, INC.  
 P.O. Box 1179  
 Holland, OH 43528

Product Description	Certification Number	Order Date	Qty	Pages	Item Cost	Extended	Amount Due
KC-Misc - Correspondence Re: VELOCITY, THE GREATEST PHONE COMPANY EVER, INC. Contact: VELOCITY, THE GREATEST PHONE COMPANY EVER, INC. Cust. Ref.: BMW Shipped Via: Pick-up	11266408	12/01/2008	1	1	0.00	0.00	Paid
KC-Corp Fees - Creation - General Business - Foreign Re: VELOCITY THE GREATEST PHONE COMPANY EVER, INC. Contact: VELOCITY, THE GREATEST PHONE COMPANY EVER, INC. Cust. Ref.: BMW Shipped Via: Pick-up	11266409	12/01/2008	1	1	155.00	155.00	Paid
<b>Credit Balance as of 12/01/2008 10:36 AM:</b>					\$0.00		
						<b>Invoice Total:</b>	\$155.00
<b>Payment Details:</b> Check #3470 for \$155.00(11266408:\$0.00, 11266409:\$155.00, )						<b>Payment Total:</b>	\$155.00
<b>Contact(s):</b> None specified						<b>Amount Due:</b>	<b>\$0.00</b>

**Include invoice number on all correspondence and send to:**

**UCC Inquiries:** Missouri Secretary of State's Office  
 P.O. Box 1159  
 Jefferson City, Missouri 65102

To discuss payment for UCC items call:  
 (866) 223-6535 Toll Free

**Corporation Inquiries:** Missouri Secretary of State's Office  
 P.O. Box 1366  
 Jefferson City, Missouri 65102

To discuss payment for Corporation items call:  
 (866) 223-6535 Toll Free

**Commission Inquiries:** Missouri Secretary of State's Office  
 P.O. Box 784  
 Jefferson City, Missouri 65102

To discuss payment for Commission items call:  
 (866) 223-6535 Toll Free



ROBIN CARNAHAN  
SECRETARY OF STATE  
STATE OF MISSOURI

JAMES C. KIRKPATRICK  
STATE INFORMATION CENTER  
(573) 751-4936

CORPORATIONS  
(866) 223-6535

Dear Corporation:

Congratulations! We wish you every success in your new business enterprise, and stand ready to assist you with any questions that you may have regarding your corporate registration and filing your annual registration reports.

By law, **your initial Annual Registration Report is due within thirty days from the date of incorporation or qualification.** A notice providing additional information on when and how to file this report will be mailed to your corporation's registered agent within the next few weeks.

You may file this initial annual report online at [www.sos.mo.gov](http://www.sos.mo.gov) for a fee of \$20 or you may file the report in person or by mail for a fee of \$45 up to three months after your incorporation/qualification date. *Failure to file this report will result in administrative dissolution of your corporation, and the inability to legally conduct business in Missouri.*

After filing the initial annual registration report, you must file an annual registration report every year based on your incorporated /qualified month. You may file your annual report and access other services and information 24 hours a day from our website at [www.sos.mo.gov](http://www.sos.mo.gov).

Questions regarding your corporate information or filing should be directed to (866) 223-6535.

Sincerely,

Robin Carnahan  
Secretary of State

Ltr. 11 (2/06)



**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:  
**F00933227**  
Date Filed: 12/01/2008  
Robin Carnahan  
Secretary of State

**Application for Certificate of Authority  
For a Foreign For-Profit Corporation**  
*(Submit with filing fee of \$155.00)*


**Velocity The Greatest Phone Company Ever, Inc.**

- The corporation's name is \_\_\_\_\_  
and it is organized and existing under the laws of Delaware
- The name it will use in Missouri is Velocity The Greatest Phone Company Ever, Inc.
- The date of its incorporation was October 24, 2005, and the period of its duration is Perpetual  
*month/day/year*
- The address of its principal place of business is 7130 Spring Meadows West Drive, Holland, Ohio 43528  
*Address City/State/Zip*
- The name and physical address of its registered agent and office in the State of Missouri is  
TCS Corporate Services, Inc. 222 E. Dunklin, Ste. 102, Jefferson City, MO 65101  
*Name Address City/State/Zip*
- The specific purpose(s) of its business in Missouri are:  
**Provide Telecommunication Services**
- The name of its officers and directors and their business addresses are as follows:

Officers	Name	Address	City/State/Zip
President	<b>See Attached</b>		
Vice President			
Secretary			
Treasurer			

Board of Directors	Name	Address	City/State/Zip
Director	<b>See Attached</b>		
Director			
Director			
Director			
Director			

Name and address to return filed document:  
Name: **Angela Janssen**  
Address: 1720 Windward Concourse Ste. 115  
City, State, and Zip Code: Alpharetta GA 30005


State of Missouri  
Creation - General Business - Foreign 4 Page(s)  
  
T0833620506

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: upon qualification

*(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)

<b>X</b>		<b>Gregory Kiley</b>	<b>President</b>	<b>X</b>	<b>10/30/08</b>
	<i>Must be an Officer or Chairman listed in #7, above</i>	<i>Printed Name</i>	<i>Title</i>		<i>Date</i>

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.



THOMAS F. SIMON  
CLERK

**CLERK OF THE SUPREME COURT**  
**STATE OF MISSOURI**  
**POST OFFICE BOX 150**  
**JEFFERSON CITY, MISSOURI**  
**65102**

TELEPHONE  
(573) 751-4144

July 30, 2009

*This will hereby acknowledge receipt of \$100 as required by Rule 6.01(m) for Lance J.M. Steinhart, appearing in Velocity The Greatest Phone Company Ever, Inc., Application for Certificate of Service Authority to Provide Interexchange and Local Exchange Telecommunications Within the State of Missouri and Initial Tariff Filings, before the Missouri Public Service Commission, State of Missouri.*

A handwritten signature in black ink, appearing to read "Thomas F. Simon".

Thomas F. Simon, Clerk

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "VELOCITY THE GREATEST PHONE COMPANY EVER, INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE TWENTY-FOURTH DAY OF OCTOBER, A.D. 2005, AT 4:32 O'CLOCK P.M.

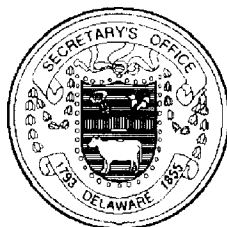
CERTIFICATE OF AMENDMENT, FILED THE TWENTY-NINTH DAY OF NOVEMBER, A.D. 2006, AT 1:51 O'CLOCK P.M.


CERTIFICATE OF RENEWAL, FILED THE TWENTY-NINTH DAY OF MAY, A.D. 2008, AT 12 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION, "VELOCITY THE GREATEST PHONE COMPANY EVER, INC.".

4052380 8100H

090328391



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7225012

DATE: 04-02-09



State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 04:32 PM 10/24/2005  
FILED 04:32 PM 10/24/2005  
SRV 050867298 - 4052380 FILE

STATE OF DELAWARE  
CERTIFICATE OF INCORPORATION OF  
**Velocity The Greatest Phone Company Ever, Inc.**  
A STOCK CORPORATION

**FIRST:** THE NAME OF THIS CORPORATION IS: Velocity The Greatest Phone Company Ever, Inc.

**SECOND:** THE STREET ADDRESS IN DELAWARE OF THE CORPORATION'S REGISTERED OFFICE IS: THE NAAMAN'S BUILDING SUITE 206, 3501 SILVERSIDE RD., WILMINGTON (NEW CASTLE COUNTY), DELAWARE 19810. THE REGISTERED AGENT IN CHARGE THEREOF IS THE DELAWARE COMPANY, USA.

**THIRD:** THIS CORPORATION IS ORGANIZED FOR THE PURPOSE OF TRANSACTING ANY AND ALL LAWFUL BUSINESS FOR WHICH A CORPORATION MAY BE FORMED UNDER THE DELAWARE GENERAL CORPORATION LAW.

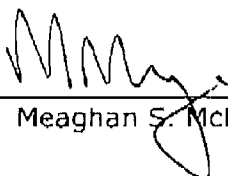
**FOURTH:** THE TOTAL NUMBER OF SHARES OF STOCK WHICH THE CORPORATION IS AUTHORIZED TO ISSUE IS 1,500 SHARES OF COMMON STOCK HAVING NO PAR VALUE.

**FIFTH:** THE NAME AND ADDRESS OF THE INCORPORATOR IS: THE DELAWARE COMPANY, USA., THE NAAMAN'S BUILDING SUITE 206, 3501 SILVERSIDE ROAD, WILMINGTON, DE 19810.

**SIXTH:** TO THE FULLEST EXTENT PERMITTED BY LAW, NO DIRECTOR OF THIS CORPORATION SHALL BE PERSONALLY LIABLE TO THE CORPORATION OR ITS STOCKHOLDERS FOR MONETARY DAMAGES FOR BREACH OF FIDUCIARY DUTY OF SUCH DIRECTOR.

THE UNDERSIGNED INCORPORATOR EXECUTED THIS CERTIFICATE OF INCORPORATION, ON October 24, 2005, AND HEREBY ACKNOWLEDGES THAT THE FOREGOING CERTIFICATE IS THE ACT AND DEED OF THE UNDERSIGNED AND THAT THE FACTS CONTAINED HEREIN ARE TRUE.

INCORPORATOR:  
THE DELAWARE COMPANY, USA.

  
\_\_\_\_\_  
Meaghan S. McKaige, Vice President

STATE OF DELAWARE

CERTIFICATE OF AMENDMENT

OF

CERTIFICATE OF INCORPORATION

VELOCITY THE GREATEST PHONE COMPANY EVER, INC.

The corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify:

1. That by a Joint Written Consent of the Sole Director and Sole Stockholder of the Corporation, resolutions were duly adopted declaring the advisability of and approving an amendment to the Certificate of Incorporation. The resolution setting forth the proposed amendment is as follows:

**RESOLVED**, that the Certificate of Incorporation of the Corporation be amended by changing the Article thereof numbered "**FOURTH**" so that, as amended, said Article shall be and read as follows:

**FOURTH:** THE TOTAL NUMBER OF SHARES OF STOCK WHICH THE CORPORATION IS AUTHORIZED TO ISSUE IS 5,000,000 SHARES OF COMMON STOCK, \$.001 PAR VALUE PER SHARE, OF WHICH 2,500,000 SHALL BE DESIGNATED AS CLASS A COMMON STOCK, \$.001 PAR VALUE PER SHARE, AND 2,500,000 SHALL BE DESIGNATED AS CLASS B COMMON STOCK, \$.001 PAR VALUE PER SHARE (THE CLASS A COMMON STOCK AND CLASS B COMMON STOCK, COLLECTIVELY, THE "COMMON STOCK"). THE RELATIVE RIGHTS, PREFERENCES AND LIMITATIONS OF THE SHARES OF EACH CLASS OF COMMON STOCK ARE:

DIVIDENDS. THE HOLDERS OF OUTSTANDING COMMON STOCK SHALL BE ENTITLED TO RECEIVE A DIVIDEND WHEN AND AS DECLARED BY THE BOARD OF DIRECTORS OF THE CORPORATION. THE HOLDERS OF THE COMMON STOCK SHALL PARTICIPATE EQUALLY PER SHARE IN ANY DIVIDEND DISTRIBUTION WITHOUT DISTINCTION BETWEEN THE CLASSES.

VOTING. THE HOLDERS OF CLASS A COMMON STOCK SHALL HAVE THE RIGHT TO ELECT THREE (3) DIRECTORS. THE HOLDERS OF CLASS B COMMON STOCK SHALL HAVE THE RIGHT TO ELECT ONE (1) DIRECTOR. THE HOLDERS OF THE COMMON STOCK SHALL PARTICIPATE EQUALLY PER SHARE IN VOTING ON ALL OTHER CORPORATE MATTERS WITHOUT DISTINCTION BETWEEN THE CLASSES.

LIQUIDATION. IN THE EVENT OF ANY LIQUIDATION, DISSOLUTION, OR WINDING-UP OF THE CORPORATION, THE HOLDERS OF THE COMMON STOCK SHALL

PARTICIPATE EQUALLY PER SHARE IN ANY DISTRIBUTION TO STOCKHOLDERS WITHOUT DISTINCTION BETWEEN THE CLASSES.

THE PREVIOUSLY ISSUED AND OUTSTANDING 1,500 SHARES OF COMMON STOCK HAVING NO PAR VALUE SHALL, UPON THE FILING OF THIS CERTIFICATE OF AMENDMENT BE CHANGED INTO 2,500,000 ISSUED AND OUTSTANDING SHARES OF CLASS A COMMON STOCK, \$.001 PAR VALUE PER SHARE.

2. That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

*IN WITNESS WHEREOF*, I have subscribed this certificate this 29<sup>th</sup> day of November, 2006.

/s/ Edward J. Kiley Jr.  
Edward J. Kiley Jr., sole Stockholder


## STATE OF DELAWARE CERTIFICATE FOR RENEWAL AND REVIVAL OF CHARTER

The corporation organized under the laws of Delaware, the charter of which was voided for non-payment of taxes, now desires to procure a restoration, renewal and revival of its charter, and hereby certifies as follows:

1. The name of this corporation is VELOCITY THE GREATEST PHONE COMPANY EVER, INC.
2. Its registered office in the State of Delaware is located at 108 WEST 13TH STREET (street), City of WILMINGTON  
Zip Code 19801 County of NEW CASTLE the name of its registered agent is BUSINESS FILINGS INCORPORATED
3. The date of filing of the original Certificate of Incorporation in Delaware was 10/24/2005
4. The date when restoration, renewal, and revival of the charter of this company is to commence is the 29TH day of FEBRUARY, same being prior to the date of the expiration of the charter. This renewal and revival of the charter of this corporation is to be perpetual.
5. This corporation was duly organized and carried on the business authorized by its charter until the 1ST day of MARCH A.D. 2008, at which time its charter became inoperative and void for non-payment of taxes and this certificate for renewal and revival is filed by authority of the duly elected directors of the corporation in accordance with the laws of the State of Delaware.

**IN TESTIMONY WHEREOF**, and in compliance with the provisions of Section 312 of the General Corporation Law of the State of Delaware, as amended, providing for the renewal, extension and restoration of charters the last and acting authorized officer hereunto set his/her hand to this certificate this 28TH day of MAY A.D. 2008

By: \_\_\_\_\_

  
Authorized Officer

Name: Gregory Kiley

Print or Type

Title: President

**Exhibit II**  
**List of Exchanges**

**See Attached**

**AT&T Service Areas:**

**Adrian  
Advance  
Agency  
Altenburg-Frohna  
Antonia  
Archie  
Argyle  
Armstrong  
Ash Grove  
Beaufort  
Bell City  
Benton  
Billings  
Bismarck  
Bloomfield  
Bloomsdale  
Bowling Green  
Brookfield  
Campbell  
Cardwell  
Carl Junction  
Carrollton  
Caruthersville  
Center  
Chaffee  
Charleston  
Clarksville  
Clever  
Climax Springs  
Deering  
DeKalb  
Delta  
Downing  
East Prairie  
Edina  
Elsberry  
Essex  
Farley  
Fayette  
Fisk  
Frankford  
Freeburg**

**Gideon  
Glasgow  
Grain Valley  
Gray Summit  
Hayti  
Herculaneum-Pevely  
Higbee  
Hillsboro  
Holcomb  
Hornersville  
Jasper  
Kansas City  
Lamar  
LaMonte  
Lancaster  
Leadwood  
Lilbourne  
Linn  
Lockwood  
Louisiana  
Macks Creek  
Malden  
Marble Hill  
Marceline  
Marionville  
Marston  
Meta  
Montgomery City  
Mourehouse  
New Franklin  
New Madrid  
Oak Ridge  
Old Appleton  
Oran  
Patton  
Paynesville  
Pierce City  
Pocohontas-New Wells  
Portage Des Sioux  
Portageville  
Puxico  
Qulin  
Richwoods**

**Risco  
Rushville  
St. Marys  
San Antonio  
Scott City  
Senath  
Slater  
Smithville  
Springfield  
St. Louis  
Stanberry  
Trenton  
Tuscumbia  
Versailles  
Vienna  
Walnut Grove  
Wardell  
Ware  
Wellsville  
Westphalia  
Wyatt**

**AT&T Service Areas (Continued):**

<b>Bonne Terre</b>	<b>Perryville</b>
<b>Boonville</b>	<b>Pond</b>
<b>Camdenton</b>	<b>Poplar Bluff</b>
<b>Cape Girardeau</b>	<b>Richmond</b>
<b>Carthage</b>	<b>St. Charles</b>
<b>Cedar Hill</b>	<b>St. Clair</b>
<b>Chesterfield</b>	<b>St. Joseph</b>
<b>Chillicothe</b>	<b>Sedalia</b>
<b>DeSoto</b>	<b>Sikeston</b>
<b>Dexter</b>	<b>Union</b>
<b>Eldon</b>	<b>Valley Park</b>
<b>Eureka</b>	<b>Washington</b>
<b>Excelsior Springs</b>	<b>Webb City</b>
<b>Farmington</b>	
<b>Fenton</b>	
<b>Festus-Crystal City</b>	
<b>Flat River</b>	
<b>Fredericktown</b>	
<b>Fulton</b>	
<b>Gravois Mills</b>	
<b>Greenwood</b>	
<b>Hannibal</b>	
<b>Harvester</b>	
<b>High Ridge</b>	
<b>Imperial</b>	
<b>Jackson</b>	
<b>Joplin</b>	
<b>Kennett</b>	
<b>Kirksville</b>	
<b>Knob Noster</b>	
<b>Lake Ozark-Osage Beach</b>	
<b>Manchester</b>	
<b>Marshall</b>	
<b>Maxville</b>	
<b>Mexico</b>	
<b>Monett</b>	
<b>Moberly</b>	
<b>Neosho</b>	
<b>Nevada</b>	
<b>Pacific</b>	

**CenturyTel Service Areas:**

**Alton  
Ashland  
Augusta  
Ava  
Belle  
Bland  
Blue Eye  
Bourbon  
Bradleyville  
Branson  
Branson West  
Buffalo  
Cabool  
Cape Fair  
Cassville  
Caulfield  
Cedar Creek  
Centralia  
Chamois  
Clark  
Columbia  
Conway  
Crane  
Cross Timbers  
Cuba  
Dardenne  
Defiance  
Dora  
Elkland  
Exeter  
Foley  
Fordland  
Foristell  
Forsyth  
Gainesville  
Galena  
Hallsville  
Hawk Point  
Hermann  
Hermitage  
High Hill**

**Highlandville  
Holstein  
Hurley  
Jamestown  
Jenkins  
Jonesburg  
Kimberling City  
Koshkonong  
Leasburg  
Louisburg  
Mano  
Mansfield  
Marshfield  
Marthasville  
Morrison  
Moscow Mills  
Mount Sterling  
Mountain View  
New Melle  
Niangua  
O'Fallon  
Old Monroe  
Ozark  
Pittsburg  
Prairie Home  
Preston  
Protem  
Reeds Spring  
Rocheport  
Rockaway Beach  
Safe  
Saint James  
Saint Peters  
Seymour  
Shell Knob  
Sparta  
Sturgeon  
Summersville  
Thayer  
Theodosia  
Thomasville**

**Troy  
Truxton  
Urbana  
Vichy  
Warrenton  
Washburn  
Wasola  
Wentzville  
West Plains  
Wheatland  
Willow Springs  
Winfield  
Wooldridge  
Wright City**



**Embarq Service Areas:**

**Appleton City  
Calhoun  
Chilhowee  
Dearborn  
Fairfax  
Holt  
King City  
Malta Bend  
Newburg  
Pickering  
Strasburg  
Tarkio  
Wellington**

**Blackburn  
Camden Point  
Clarksburg  
Deepwater  
Green Ridge  
Hopkins  
Kingsville  
Missouri City  
Norborne  
Sweet Springs**

**Blairstown  
Centertown  
Coal  
Edgerton  
Hardin  
Houstonia  
Leeton  
Montrose  
Orrick  
St. Thomas  
Syracuse  
Urich**

**Brazito  
Centerview  
Craig  
Eugene  
Henrietta  
Ionia  
Lincoln  
New Bloomfield  
Otterville  
Smithton  
Taos  
Waverly**

**Buckner  
Holden  
Lone Jack  
Pleasant Hill  
Tipton**

**Butler  
Kearney  
Mound City  
Richland  
Waynesville**

**California  
Lake Lotawana  
Russellville  
Weston**

**Cole Camp  
Lexington  
Platte City  
St. Robert  
Windsor**

**Clinton  
Lebanon  
Rolla**

**Ferrelview  
Maryville  
Salem**

**Ft. Leonard Wood  
Oak Grove  
Warrensburg**

**Harrisonville  
Odessa  
Warsaw**

**Jefferson City**

**CenturyTel Service Areas:**

**Amazonia  
Annapolis  
Arcola  
Aurora  
Avenue City  
Avilla  
Belgrade  
Bellevue  
Birch Tree  
Bolckow  
Boss  
Braymer  
Bronaugh  
Brunswick-Triplett  
Bunker  
Caledonia  
Cameron  
Canton  
Centerville  
Clarence  
Clarksdale  
Collins  
Concordia  
Cosby  
Dadeville  
Dalton  
Easton  
Edgar Springs  
El Dorado Springs  
Ellsinore  
Elmer  
Eminence  
Everton  
Ewing  
Fillmore  
Freemont  
Golden City  
Gorin  
Gower  
Greenfield  
Grove Spring**

**Hamilton  
Hartville  
Helena  
Houston  
Humansville  
Hunnewell  
Ironton  
Ironton  
Jericho Springs  
Kahoka  
Keytesville  
Kidder  
Kingston  
La Belle  
La Plata  
Ladonia  
Lagrange  
Lawson  
Lesterville  
Lewiston  
Licking  
Lowry City  
Macon  
Manes  
Maysville  
Milo  
Monroe City  
Montauk  
Monticello  
Mount Vernon  
Mountain Grove  
Nebo  
Norwood  
Oates  
Osborn  
Osceola  
Palmyra  
Paris  
Perry  
Plattsburg  
Potosi**

**Raymondville  
Revere  
Roby  
Rockville  
Rosendale  
Santa Fe  
Sarcoxie  
Savannah  
Schell City  
Shelbina  
Shelbyville  
Sheldon  
Stewartsville  
Stoutsville  
Timbers  
Trimble  
Turney  
Van Buren  
Vanzant  
Walker  
Wayland  
Weaubleau  
West Quincy  
Whitesville  
Winona**

**Exhibit III**  
**Executive Officers' Qualifications and Experience**

**See Attached**



Gregory Kiley  
7130 Spring Meadows West.  
Holland, Ohio 43528  
419-868-9983 Ext 118

---

### KEY CONTRIBUTIONS

Results-oriented Executive with over 22 years experience in the telecommunications industry. Solid background in sales, marketing, engineering and operations in both retail and wholesale market segments. Extensive direct and indirect sales leadership experience. Diverse executive management background with expertise in entrepreneurial start-up organizations. A forward thinking executive with excellent vision, leadership and negotiation skills. Strong written and verbal skills.

- Increased annual revenue in start-up firm to over \$75M in 2 years during difficult market conditions.
- Recruited and developed fully operational Sales, Marketing and Professional Service teams.
- Developed compensation plans and revenue goals for sales teams at several companies.
- Solid track record of increasing sales and profitability while reducing costs and employing performance optimization plans in a wide range of situations.
- Created models and benchmarks that have been used by other telecom firms across the U.S.

### Education

Bachelor in Arts & Science

Strengths include Mathematics and International Politics

### PROFESSIONAL EXPERIENCE

#### **Tele-Fibernet**

Account Executive

Long Distance reseller for Williams- AT&T/SDN and Sprint-Top Salesman in the country (went on to become MCI/WorldCom)

#### **Metro-Media**

Senior Account Executive

Top Salesman in the country (Metro-Media went on to become MCI/WorldCom)

#### **US Fiber Com**

Major Account Executive

Top Salesman in the country

#### **Midcom**

National Account Executive

Midcom bought US Fibercom- Top Salesman in the country

---

### PROFESSIONAL AFFILIATIONS

In 1997 started Kytel International Group-built owned and managed-direct international operating agreements with PTT's, with Legal white licenses with government authorities. Still operates as a sales arm for Envision Global Reach.

Contracted for 10 years as President/CEO to build and manage and direct Velocity,  
The Greatest Phone Company Ever, Inc.



**Wm. "Chip" Werner**

Vice President-Operations

Velocity, The Greatest Phone Company Ever, Inc.

Office 419-868-9983 Ext. 105

Fax 419-868-9986

Cell 419-356-5164

chip@velocity.org

www.velocity.org

**KEY CONTRIBUTIONS**

Results-oriented Executive with over 10 years experience in the telecommunications industry. Solid background in sales, marketing and operations. Extensive direct and indirect sales leadership experience. A forward thinking executive with excellent vision. Strong written and verbal skills

**Education**

Major Sales & Marketing

**PROFESSIONAL EXPERIENCE**

Sprint PCS-Corporate Account Manager

- Several awards for Outstanding Sales Achievement.
- Leadership Roundtable
- Increased Sales 175%

MCI-Master Agent-Sales Director

- Managed a \$18,000,000 block of MCI business
- Increased sales to \$21,000.00 in 8 Months

All-Comm-President

Master agent agreements with several Carriers. Maintained my accounts. New Business Development.

Velocity-Director-New Business Development

Job responsibilities:

- Corporate Operations
- New Business Development
- New Product Development
- Policies and Procedures
- New Territory R&D
- Promoted to Vice President-Operations

**LIST OF OFFICERS & DIRECTORS OF**  
**Velocity The Greatest Phone Company Ever, Inc.**

**Officers**

**Gregory Kiley  
N. Stevens Newcomer**

**President and CEO  
Secretary**

**Directors**

**Gregory Kiley**

**All the above referenced Officers & Directors can be reached at:  
7130 Spring Meadows West Drive, Holland, Ohio 43528**