

EXHIBIT A

COMTEL TELCOM ASSETS LP

CERTIFICATE OF FILING

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Roger Williams
Secretary of State

Office of the Secretary of State

CERTIFICATE OF FILING OF

Comtel Telcom Assets LP
Filing Number: 800523585

The undersigned, as Secretary of State of Texas, hereby certifies that a certificate of limited partnership for the above named limited partnership has been received in this office and filed as provided by law on the date shown below.

Accordingly, the undersigned as Secretary of State hereby issues this certificate evidencing the filing in this office.

Dated: 07/26/2005

Effective: 07/26/2005



A handwritten signature in black ink that reads "Roger Williams".

Roger Williams
Secretary of State

FROM

(TUE) 7.26'05 14:05/ST. 14:04/NO. 4864937803 P. 3

FILED
In the Office of the
Secretary of State of Texas

JUL 26 2005

Corporations Section

CERTIFICATE OF LIMITED PARTNERSHIP

OF

COMTEL TELCOM ASSETS LP

- 1. Name of Partnership: Comtel Telcom Assets LP
- 2. Name and Address of Registered Agent and Office: National Corporate Rresearch, Ltd.
800 Brazos, Suite 1100
Austin, Texas 78701
- 3. Address of Principal Office: 600 Travis, Suite 2775
Houston, Texas 77002
- 4. General Partner:
Name: Comtel Assets Inc.
Mailing Address: 600 Travis, Suite 2775
Houston, Texas 77002

EXECUTED on the 26th day of July, 2005.

GENERAL PARTNER:

COMTEL ASSETS INC.

By: *Megan Keeler*
 Name: MEGAN KELLEHER
 Title: SECRETARY