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November 5, 1997

FILED
NOV 5 1997
MISSOURI
PUBLIC SERVICE COMMISSION

AREA CODE 373
TELEPHONE 499-0635
FACSIMILE 499-0638

Mr. Cecil I. Wright
Executive Secretary
Missouri Public Service Commission
P.O. Box 360
Jefferson City, Missouri 65102

TC-98-189

RE: U.S. Long Distance, Inc. change of name to USLD Communications, Inc.

Dear Mr. Wright:

U.S. Long Distance, Inc. received its certificate authority to provide telecommunications services in Missouri on February 21, 1992, and March 18, 1997, in Case No. TA-91-390 (interexchange) and Case No. TA-97-90 (local service), respectively. U.S. Long Distance, Inc. was classified as a competitive telecommunications company, and accordingly, the application to U.S. Long Distance, Inc. of certain statutes and rules of the Commission were waived.

This is to inform the Commission of a name change from U.S. Long Distance, Inc. to USLD Communications, Inc. For informational and record-keeping purposes enclosed herewith are certified copies of the Amended Certificate of Authority of a Foreign Corporation and Application for an Amended Certificate of Authority for a Foreign Corporation from the Missouri Secretary of State.

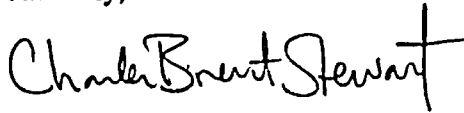
Since USLD Communications, Inc. will be operating under the tariff of the former U.S. Long Distance, Inc., also enclosed herewith is an Adoption Notice by which USLD Communications, Inc. adopts the interexchange tariff of U.S. Long Distance, Inc., pursuant to the Commission's rule on adoption notices, 4 CSR 240-30.010(22). Pursuant to the terms of such rule, an adoption notice may be made effective as of the date it is filed with the Commission; therefore, the enclosed adoption notice is made effective as of November 7, 1997.

I am providing an original and fourteen (14) copies of this letter and enclosures for filing. Please see that they are brought to the attention of the Commission and

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appropriate personnel so the Commission may issue an order recognizing the name change and adoption notice.

Sincerely,

A handwritten signature in black ink that reads "Charles Brent Stewart". The signature is written in a cursive style with a large, prominent "S" at the end.

Charles Brent Stewart

JAK/er

Enclosures

cc: Office of the Public Counsel
General Counsel's Office

STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

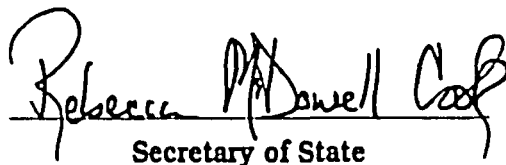
CORPORATION DIVISION
CERTIFICATE OF CORPORATE RECORDS

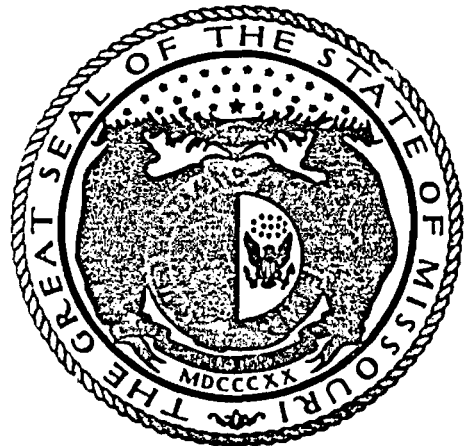
USLD COMMUNICATIONS, INC.

USING IN MISSOURI THE NAME
USLD COMMUNICATIONS, 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 4TH DAY OF NOVEMBER, 1997.


Secretary of State



FOU0319983

STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CORPORATION DIVISION
AMENDED CERTIFICATE OF AUTHORITY
OF A FOREIGN CORPORATION

WHEREAS,

USLD COMMUNICATIONS, INC.

FORMERLY,

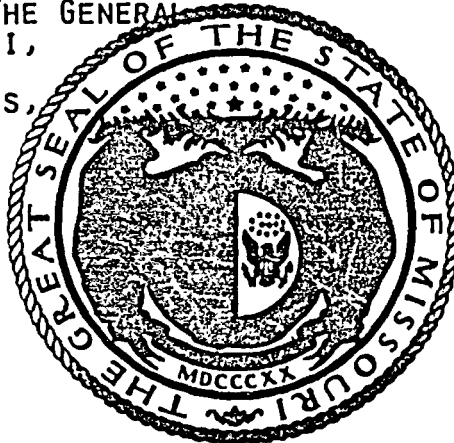
U.S. LONG DISTANCE, INC.

INCORPORATED UNDER THE LAWS OF THE STATE OF TEXAS
AND NOW IN EXISTENCE AND IN GOOD STANDING IN SAID STATE, AND
QUALIFIED TO TRANSACT BUSINESS IN MISSOURI HAS DELIVERED TO ME,
DULY AUTHENTICATED EVIDENCE OF AN AMENDMENT TO ITS ARTICLES OF
INCORPORATION AS PROVIDED BY LAW, AND HAS, IN ALL RESPECTS,
COMPLIED WITH THE REQUIREMENTS OF THE THE GENERAL
AND BUSINESS CORPORATION LAW OF MISSOURI,
GOVERNING AMENDMENTS TO THE ARTICLES
OF INCORPORATION OF FOREIGN CORPORATIONS,
AND IN ACCORDANCE THEREWITH ISSUE THIS
CERTIFICATE OF AMENDMENT.

IN TESTIMONY WHEREOF, I HAVE SET MY
HAND AND IMPRINTED THE GREAT SEAL OF
THE STATE OF MISSOURI, ON THIS, THE
29TH DAY OF AUGUST, 1997.

Rebecca McDowell Cook

Secretary of State



\$25.00



State of Missouri

Judith K. Moriarty, Secretary of State

P.O. Box 778, Jefferson City, Mo. 65102

Corporation Division

FILED
AND AMENDED CERTIFICATE OF
AUTHORITY ISSUED

AUG 29 1997

Application for an Amended Certificate of Authority for a Foreign Corporation

(Submit in duplicate with filing fee of \$20.00)

Rebecca McDowell, Corp.
SECRETARY OF STATE

The below corporation, relating to amending its certificate of authority of Foreign Corporation, does hereby state:

(1) Its name is: U.S. LONG DISTANCE, INC.

and is incorporated in the State of: TEXAS; and it was qualified

in the State of Missouri on 10/03/88
(month/day/year)

(2) By appropriate corporate action on: August 21, 1997, the corporation:
(month/day/year)

(1) Changed its corporate name to: USLD COMMUNICATIONS, INC.

Name it will use in Missouri if new name not available: _____

(2) Changed its period of duration to: No Change

(3) Changed the state or country of its incorporation to: No Change

(3) There is attached hereto a Certificate of the Secretary of State of the State of Texas
relating to the amendment(s), set forth in item 2 above and showing that the Corporation is in existence
and in good standing in said State.

(4) 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 thereon, the facts stated above are true.

W. Audie Long

(Authorized signature of officer or chairman of the board)

W. Audie Long, Secretary

(Title)

August 22, 1997

(Date of signature)

Attached is a current certificate attesting to the change, duly authenticated by the secretary of state
or other official having custody of corporate records in the state or country of incorporation.



The State of Texas

SECRETARY OF STATE

I, ANTONIO O. GARZA, JR., Secretary of the State of Texas, DO HEREBY CERTIFY that according to the records of this office for USLD COMMUNICATIONS, INC., Articles of Incorporation were filed in this office and a certificate of incorporation was issued on AUGUST 11, 1986 under its initial name of U.S. LONG DISTANCE, INC. as set forth in that instrument.

IT IS FURTHER CERTIFIED that according to the records of this office Articles of Amendment were filed in this office on AUGUST 21, 1997, changing the corporate name from U.S. LONG DISTANCE, INC. to USLD COMMUNICATIONS, INC.

IT IS FURTHER CERTIFIED that no certificate of dissolution has been filed and the corporation is still in existence.

IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in the City of Austin, on August 26, 1997.



1087.
Antonio O. Garza, Jr.
Secretary of State

DAE