



SOS

Office of the Secretary of State
Corporations & Charities Division

Foreign Profit Corporation

See attached detailed instructions

- Filing Fee \$30.00
- Filing Fee with Expedited Service \$80.00

05/15/15 2913135-003

\$320.00 K

FILED tid: 2997902

SECRETARY OF STATE

May 15, 2015

STATE OF WASHINGTON

This Box For Office Use Only

Sofy

UBI Number: 602758680

AMENDED CERTIFICATE OF AUTHORITY

Chapter 23B.10 RCW

SECTION 1

NAME OF CORPORATION: (as currently recorded with the Office of the Secretary of State)

Windstream Norlight, Inc.

NAME TO BE USED IN WASHINGTON STATE: (If different than above, resolution must be attached)

SECTION 2

STATE OR COUNTRY WHERE ORIGINALLY INCORPORATED: Kentucky

DATE CERTIFICATE OF AUTHORITY WAS ISSUED IN WASHINGTON: 8/30/2007

SECTION 3

AMENDMENTS TO CERTIFICATE: (if necessary, attach additional information)

Conversion from Windstream Norlight, Inc., a Kentucky Corporation to Windstream Norlight, LLC, a Kentucky Limited

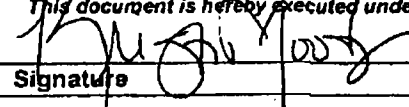
Liability Company.

In the event the change or changes include a name change to a name that does not meet the requirements of RCW 23B.15.060, a fictitious name for use in Washington, include a copy of the resolution of the board of directors, certified by the corporation's secretary, adopting the fictitious name; and a copy of the document filed in the state or country of incorporation showing that jurisdiction's "filed" stamp.

SECTION 4

SIGNATURE (see instructions page)

This document is hereby executed under penalties of perjury, and is, to the best of my knowledge, true and correct.

X 
Signature

Kristi Moody, Senior Vice President
& Corporate Secretary

Printed Name/Title

5/15/15

Date

Phone Number



**Alison Lundergan Grimes
Secretary of State**

Certificate

I, Alison Lundergan Grimes, Secretary of State for the Commonwealth of Kentucky, do hereby certify that the foregoing writing has been carefully compared by me with the original thereof, now in my official custody as Secretary of State and remaining on file in my office, and found to be a true and correct copy of

ARTICLES OF ORGANIZATION OF

WINDSTREAM NORLIGHT, INC. CONVERTING TO WINDSTREAM NORLIGHT, LLC
FILED DECEMBER 23, 2014 WITH AN EFFECTIVE DATE OF JANUARY 1, 2015.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
Official Seal at Frankfort, Kentucky, this 10th day of April, 2015.



Alison Lundergan Grimes

Alison Lundergan Grimes
Secretary of State
Commonwealth of Kentucky
dwilliams/0085590 - Certificate ID: 162566

0085590.06

.dcornish
ADD

Allison Lundergan Grimes
Kentucky Secretary of State
Received and Filed:
12/23/2014 2:46 PM
Fee Receipt: \$40.00

**ARTICLES OF
ORGANIZATION
OF
WINDSTREAM NORLIGHT, LLC**


Pursuant to KRS 14A and KRS 275, the undersigned applies to qualify and for that purpose submits the following statements:

- ARTICLE I:** The name of the limited liability company is Windstream Norlight, LLC.
- ARTICLE II:** The street address of the limited liability company's initial registered office in Kentucky is 306 West Main Street, Suite 512, Frankfort, Kentucky 40601, and the name of the initial registered agent at that office is CT Corporation System.
- ARTICLE III:** The mailing address of the limited liability company's initial principal office is 4001 Rodney Parham Road, Little Rock, Arkansas 72212.
- ARTICLE IV:** The limited liability company is to be managed by managers.
- ARTICLE V:** The previous name of this limited liability company was Windstream Norlight, Inc., a Kentucky corporation (the "Corporation"). The Corporation was converted into the limited liability company pursuant to Chapter 275 of the Kentucky Limited Liability Company Act. Upon conversion the Corporation had 1,000 shares of common stock outstanding, all of which were entitled to vote, as a single voting group, on the plan of conversion, and all of which were voted in favor of the plan of conversion. The number of votes cast in favor of the plan of conversion was sufficient for approval.
- ARTICLE VI:** This application shall become effective on the 1st day of January, 2015, at 1:01 a.m., Eastern Time.

[SIGNATURE PAGES FOLLOW]

IN WITNESS WHEREOF, the Corporation has caused these articles of organization to be signed by a duly authorized officer thereof as of the date first written above.

WINDSTREAM NORLIGHT, INC.

By: 
Name: John P. Fletcher
Title: Executive Vice President, Secretary &
General Counsel

THE UNDERSIGNED, as the registered agent identified in Article II of the Articles of Organization of Windstream Norlight, LLC (the "Company"), hereby consents to serve the Company in that capacity until such time as such appointment is terminated or until the undersigned resigns in accordance with the Kentucky Limited Liability Company Act.

CT CORPORATION SYSTEM

By: _____

Name: _____

Title: _____

Kentucky Secretary of State
TREY GRAYSON

Division of Corporations BUSINESS FILINGS P.O. Box 718 Frankfort, KY 40802 (502) 564-2848 http://www.sos.ky.gov/	Statement of Consent of Registered Agent CRA
--	--

Pursuant to the provisions of KRS Chapter 271B, 273, 275,362 or 386, the undersigned hereby consents to act as registered agent on behalf of the business entity named below and for that purpose submits the following statements:

The business entity is a corporation (KRS 271B or KRS 273)
 a limited liability company (KRS 275)
 a limited partnership (KRS 362)
 a limited liability partnership (KRS 362)
 a business trust (KRS 386)

The name of the business entity is Windstream Norlight. LLC

The state or country of incorporation, organization or formation is Kentucky

The name of the initial registered agent is
C T Corporation System

The street address of the registered office address in Kentucky is
306 W. Main Street, Suite 512 Frankfort KY 40601
Street City State Zip Code

Katherine Lackey
Signature of registered agent

Katherine Lackey, Asst. Secy.

Type or Print Name & Title, if applicable

Date: December 23rd, 2014