

STATE OF NORTH CAROLINA



Department of The
Secretary of State

Scott, Hill, Howis and Lutz
May

ATTORNEYS AT LAW
132 Church Avenue
P.O. Box 2621
High Point, N.C. 27261-2621

To all whom these presents shall come, Greeting:

I, Rufus L. Edmisten, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached (3 sheets) to be a true copy of

ARTICLES OF INCORPORATION

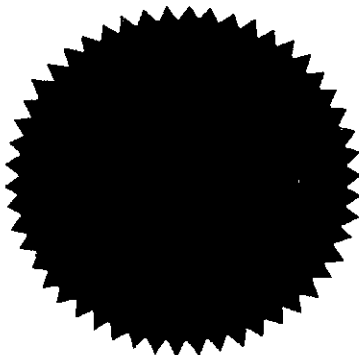
OF

N & S CONSTRUCTION, INC.

and the probates thereon, the original of which was filed in this office on the 11th day of May, 1990 after having been found to conform to law.

In Witness Whereof, I have hereunto set my hand and affixed my official seal.

Done in Office, at Raleigh, this 11th day of May in the year of our Lord 1990.



Rufus L. Edmisten

Secretary of State

DOCUMENT #479271
DATE 05/11/90 TIME 16:01
FILED
RUFUS L. EDMISTEN
SECRETARY OF STATE
NORTH CAROLINA

ARTICLES OF INCORPORATION
OF
N AND S CONSTRUCTION, INC.

I, the undersigned, being the age of Eighteen (18) years or more, do hereby form a business under the Laws of North Carolina, as contained in Chapter 55 of the General Statutes of North Carolina, entitled "Business Corporation Act", and the several amendments thereto, and to that end do hereby set forth:

1. The name of the corporation is N and S Construction, Inc.
2. The duration of the corporation shall be perpetual.
3. The location of the principal office is at Highway 66 Old Walkertown Shopping Center, Walkertown, North Carolina, Forsyth County, 27251.
4. The purpose for which this corporation is formed is to serve as a general contractor acquiring contracts from established telephone companies to perform new construction and to install cables underground, and to provide any other services which the telephone company may require.
And further to perform any other activity not inconsistent with Chapter 55 of the North Carolina General Statutes in furtherance of the goals for which this corporation was formed.
5. The authorized capital stock shall be One Hundred Thousand (100,000) shares with a par value of One Dollar (\$1.00) per share.

6. The minimum amount of consideration to be received for its shares and with which the corporation shall commence business is Twenty Thousand Dollars (\$20,000.00).

7. The initial registered office of the corporation is:

Highway 66 Old Walkertown Shopping Center
Walkertown, North Carolina 27251
Forsyth County

The initial registered agent at that address is:

B. Wayne Newkirk

8. The number of persons constituting the initial Board of Directors shall be Two (2) and their respective names and addresses are as follows:

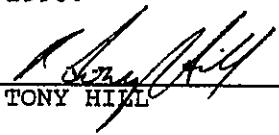
Crawford W. Smith
5903 Hunton Wood Drive
Broad Run, Virginia 22014
Fauquier County

B. Wayne Newkirk
6021 Ashley Park Drive
Kernersville, North Carolina 27284
Forsyth County

9. The name and address of the incorporator is:

R. Tony Hill
132 Church Avenue
High Point, North Carolina 27262
Guilford County

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, this the 1 day of May, 1990.



R. TONY HILL

NORTH CAROLINA

GUILFORD COUNTY

THIS IS TO CERTIFY, that on the 1 day of May, 1990, before me, a Notary Public, personally appeared R. TONY HILL, who I am satisfied is the person named in and who executed the foregoing Articles of Incorporation, and I, having first made known to him the contents thereof, he acknowledged that he signed and delivered the same as his voluntary act and deed for the uses and purposes therein expressed.

IN TESTIMONY, WHEREOF, I have hereunto set my hand and affixed my official seal, this the 1 day of May, 1990.

Wanda E. Staley
NOTARY PUBLIC

WANDA E. STALEY
NOTARY PUBLIC
GUILFORD COUNTY, N. C.

My Commission Expires:
1-9-95

PRESENTED FOR
REGISTRATION
AND RECORDED

MAY 18 9 27 AM '90

L.E. SPEARS
REGISTER OF DEEDS
FORSYTH CO., N.C.

#11.00 pd. JB.