

EXHIBIT A

NextGen Communications, Inc.
Certificate of Formation and
Certificate of Good Standing in Utah



Francine Giani
Executive Director
Department of Commerce

Jon M. Huntsman, Jr.
Governor
State of Utah

Kathy Berg
Director
Division of Corporations
& Commercial Code

STATE OF UTAH
DEPARTMENT OF COMMERCE
DIVISION OF CORPORATIONS & COMMERCIAL CODE
CERTIFICATE OF REGISTRATION

CORPORATION SERVICE COMPANY
NEXTGEN COMMUNICATIONS, INC.
2180 SOUTH 1300 EAST, SUITE 650
SALT LAKE CITY UT 84106

Access Code
Code: 4513279



State of Utah
Department of Commerce
Division of Corporations & Commercial Code

CERTIFICATE OF REGISTRATION

Corporation - Foreign - Profit

This certifies that **NEXTGEN COMMUNICATIONS, INC.** has been filed and approved on **January 12, 2009** and has been issued the registration number **7238358-0143** in the office of the Division and hereby issues this Certification thereof.

KATHY BERG
Division Director

This form must be type written or computer generated.



State of Utah
DEPARTMENT OF COMMERCE
Division of Corporations & Commercial Code
Application for Authority to Conduct Affairs for a Foreign Corporation

RECEIVED
JAN 12 2009
Utah Div. of Corp. & Comm. Code

A certification of Good Standing/Existence from the State of Incorporation dated no earlier than ninety (90) days prior to filing with this office is attached to this application.

Non-Refundable Processing Fee: Profit \$52.00 Nonprofit \$22.00

1. Exact Corporate Name: NextGen Communications, Inc.
2. A corporation of the state of: Maryland 3. Date Incorporated: 10/27/2008

4. The corporation's period of duration is: perpetual (usually perpetual)

5. The address of the corporation's principal office is:
275 West Street
Street Address Line 1
Suite 400
Street Address Line 2
City Annapolis State MD Zip 21401

6. Is the registered agent a commercial registered agent? YES NO What is a commercial registered agent?
If Yes, is the commercial registered agent an: Individual Entity

What is the Commercial Registered Agent Registration Number? (required): 7156715-0250

Registered Agent Name: Corporation Service Company

7. If the name is not available in Utah the corporation shall use as it's name: {Please refer to (U.C.A. 16-10a-1506)}
Maryland NextGen Communications, Inc.

8. The corporation commenced or intends to commence business in Utah on: upon application approval

9. The names and addresses of the corporation's officers and directors are:

Position:	Name	Address	City	State	Zip
President	Maurice B. Tose	275 West Street	Annapolis	MD	21401
Vice-President					
Secretary	Bruce A. White	275 West Street	Annapolis	MD	21401
Treasurer	Thomas M. Brandt, Jr.	275 West Street	Annapolis	MD	21401
Director	Maurice B. Tose				
Director	Thomas M. Brandt, Jr.				
Director					
Other					

10. The business purposes to be pursued in Utah are: IP based communications services

Under penalties of perjury, I declare that this application for Certificate of Authority has been examined by me and is, to the best of my knowledge and belief, true, correct and complete.

Bruce A. White Secretary
Authorized Signer Signature Title

Under GRAMA (63-2-201), all registration information maintained by the Division is classified as public record. For confidentiality purposes, you may use the business entity physical address rather than the residential or private address of any individual affiliated with the entity.

Mailing/Faxing Information: www.corporations.utah.gov/contactus.html Division's Website: www.corporations.utah.gov

01-12-09P01:03 RCVD

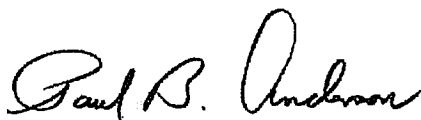
Date: 01/12/2009
Receipt Number: 2722229
Amount Paid: \$1,354.00

STATE OF MARYLAND
Department of Assessments and Taxation

I, PAUL B. ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR THE RIGHTS OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT NEXTGEN COMMUNICATIONS, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND THE CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN MARYLAND.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS JANUARY 07, 2009.



Paul B. Anderson
Charter Division



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