

EXHIBIT E

**DeltaCom Conversion Documents, Authority to Transact Business in UT and
Registration of Assumed Business Name**



Francine Giani
Executive Director
Department of Commerce

Gary Herbert
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

NATIONAL REGISTERED AGENTS, INC.
DELTACOM, LLC
2778 W SHADY BEND LANE
LEHI UT 84043-5676

Access Code
Code: 5018353



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

CERTIFICATE OF REGISTRATION

LLC - Foreign

This certifies that **DELTACOM, LLC** has been filed and approved on **January 18, 1994** and has been issued the registration number **1258138-0161** in the office of the Division and hereby issues this Certification thereof.

KATHY BERG
Division Director

*The Access Code is used for Online Applications used by this Division only.



State of Utah
DEPARTMENT OF COMMERCE
 Division of Corporations & Commercial Code

EXPEDITE

This form must be type written or computer generated. For your convenience, this form has been designed to be filled out and printed online.

CONVERSION
RECEIVED
OCT 26 2012
 Utah Div. of Corp. & Comm. Code

Articles of Conversion

This guide-sheet is not intended to substitute nor replace the advice of an attorney. We strongly encourage you to consult with an attorney. This guide-sheet is intended to provide you with information about filing Articles of Conversion.

1. The articles of conversion shall state:

First: The date and state where the subject entity was first created and, if it has changed, its jurisdiction immediately prior to its conversion;

04/07/1982

Alabama

Date

State / Jurisdiction

Second: The name of the subject entity immediately prior to the filing of the articles of conversion;
 DeltaCom, Inc.

Third: The name of the entity as set forth in its converted entity filing;
 DeltaCom, LLC

Fourth: The future effective date of the conversion to the new entity if it is not to be effective upon the filing of the articles of conversion;

Fifth: Under penalties of perjury, I declare that the articles of conversion have been duly approved by the owners of the entity.

Dated this 23 day of October, 2012

By: Samuel R. DeSimone, Jr.

By: Samuel R. DeSimone, Jr., Executive VP, General Counsel and Secretary

2. Additional filing requirements:

The non-refundable processing fee of \$37.00 payable to the State of Utah.

You may file in person, by mail, or fax. Means of payment are, cash, check, or money order made payable to the "State of Utah". If you are faxing you must include, on a cover sheet, the number of a Visa or MasterCard with the date of expiration.

FREE! You may visit our Web Site for this document and to access other information.

State of Utah
 Department of Commerce
 Division of Corporations and Commercial Code
 I hereby certified that the foregoing has been filed
 and approved on this 26 day of Oct, 2012
 In this office of this Division and hereby issued
 This Certificate thereof.

Exempt

Kathy Berg
 Kathy Berg
 Division Director

Mall In: PO Box 146705
 Salt Lake City, UT 84114-6705
 Walk In: 160 East 300 South, Main Floor
 Information Center: (801) 530-4849
 Toll Free: (877) 526-3994 (within Utah)
 Fax: (801) 530-6438
 Web Site: <http://www.commerce.utah.gov>

DATE: 10/26/2012
 RECEIPT NUMBER: 4062407
 AMOUNT PAID: \$773.90

Beth Chapman
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Beth Chapman, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

as appears on file and of record in this office, the pages hereto attached, contain a true, accurate and literal copy of certificate of formation and statement of conversion, converting DeltaCom, Inc., incorporated in Marshall County on April 7, 1982, to DeltaCom, LLC, as received and filed in the office of the Secretary of State of Alabama, showing the date of organization and conversion as August 29, 2012, the date said instrument was filed in the office of the Judge of Probate of Marshall County.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

10/19/12

Date

Beth Chapman

Secretary of State

Alabama
Sec. Of State
Entity Change D/C
086-597 8/29/2012
Date 17:00
Time 121835 5 Pg
File \$25.00
Ackn \$1.00
Exp \$100.00
Total \$125.00
05/001

**CERTIFICATE OF FORMATION
AND STATEMENT OF CONVERSION
OF
DELTACOM, LLC**

Marshall County, Alabama
2012 August 29 12:11 PM
Inst Book Page Page
K087042 110 44
ARTICLES OF ORGANIZATION
ARTICLES 50.00 INDEX FEE 1.00
PROBATE F 5.00
Total Fees 56.00
file Marshall Judge of Probate

For the purpose of converting an Alabama corporation to an Alabama limited liability company pursuant to the Alabama Business and Nonprofit Entity Code (the "Code") and, thereby, forming a limited liability company under the Alabama Limited Liability Company Law (the "Act"), the undersigned does hereby sign and adopt this Certificate of Formation.

**ARTICLE I
NAME**

The name of the limited liability company (the "Company") is: DeltaCom, LLC and the address of the Company is 1375 Peachtree Street, Atlanta, GA 30309.

**ARTICLE II
STATEMENT OF CONVERSION**

The Company was converted from an Alabama corporation. The former name of the Company was DeltaCom, Inc. which was formed on April 7, 1982; and the address of DeltaCom, Inc. was 4092 S. Memorial Parkway, Huntsville, AL 35802. Articles of Incorporation of DeltaCom, Inc., as well as Articles of Dissolution filed in connection with the conversion of the Company, are both filed in the office of the Judge of Probate of Marshall County, Alabama. The conversion of the Company from a corporation to a limited liability company was approved pursuant to Section 10-1-2.01 of the Code.

**ARTICLE III
EFFECTIVE DATE**

The organization of the Company, and the conversion of the DeltaCom, Inc. into the Company is to be effective as of 4:00 p.m. on August 29, 2012.

**ARTICLE IV
PERIOD OF DURATION**

The period of duration of the Company shall be perpetual.

**ARTICLE V
PURPOSE**

The purposes, objects and powers of the Company are to engage in any lawful business for which limited liability companies may be organized in Alabama under the Act. Without limiting the scope and generality of the foregoing, the purposes, objects and powers of the Company shall include operating as a resale common carrier.

**ARTICLE VI
REGISTERED OFFICE AND AGENT**

The street address and mailing address of the initial registered office of the Company is 150 S. Perry Street, Montgomery, AL 36104. The initial registered agent at such address is National Registered Agents Inc.

Alabama	Entity Change	File	\$25.00
Sec. Of State	886-697	Ackn	\$1.00
	Date 8/29/2012	Exp	\$100.00
	Time 17:00		
	121005		
	5 Pg		
		Total	\$125.00
			05/081

ARTICLE VII INITIAL MEMBER

The name and mailing address of the initial member of the Company (the "Member") are as follows:

InterState FiberNet, Inc.
1375 Peachtree Street
Atlanta, Georgia 30309

ARTICLE VIII ADMISSION OF ADDITIONAL MEMBERS

From and after the date of the formation of the Company, any person or entity acceptable to the Member may become a Member in this Company either by the issuance by the Company of membership interests for such consideration as the member by its vote shall determine, or a transferee of the Member's membership interest or any portion thereof as approved by the member by its vote, subject to the terms and conditions of these Articles and the operating agreement of the Company.

ARTICLE IX CONTINUATION OF BUSINESS

In the event of the death, retirement, resignation, expulsion or dissolution of any Member the remaining Member or Members, if any, shall automatically continue the business of the Company, except as provided in the operating agreement of the Company.

ARTICLE X MANAGEMENT

The Company is managed by its Member.

ARTICLE XI INTERNAL AFFAIRS

The operating agreement of the Company shall be executed by each Member of the Company and the Company and shall set forth all provisions for the regulation of the internal affairs of the Company and the conduct of its business to the extent that such provisions are not inconsistent with the laws of Alabama or these Articles. The operating agreement of the Company may include, without limitation, provisions regarding members, Company capital, allocations, distributions, management of the Company, transfers of interest, dissolution, accounting and records, the tax matters partner and indemnification.

(Signature Page to Follow)

IN WITNESS WHEREOF, the undersigned Member has executed this certificate this 27 day
of August, 2012.

INTERSTATE FIBERNET, INC.

By: Samuel R. DeSimone, Jr.
Name: Samuel R. DeSimone, Jr.
Title: Executive Vice President, General Counsel
and Secretary

20081413v1

Alabama
Sec. Of State

Entity Change
086-697 D/C
Date 8/29/2012
Time 17:00
121005 5 Pg

File \$25.00
Ackn \$.00
Exp \$100.00

Total \$125.00
05/001

**ARTICLES OF DISSOLUTION
AND STATEMENT OF CONVERSION
OF
DELTACOM, INC.**

Marshall County, Alabama
2012 August 29 12:07PM
Invt Book Page Pages
3087041 5148 14 3
ARTICLES OF DISSOLUTION
DISSOLUTION \$2.00 INDEX FEE 1.00
PROBATE \$ 5.00
Total Fees \$4.00
The Honorable Judge of Probate

For the purpose of converting an Alabama corporation to an Alabama limited liability company pursuant to the Alabama Business and Nonprofit Entity Code (the "Code") and, thereby, dissolving a corporation under the Alabama Business Corporation Law (the "Act"), the undersigned does hereby sign and adopt these Articles of Dissolution.

**ARTICLE I
NAME**

The name of the corporation (the "Corporation") is: DeltaCom, Inc.

**ARTICLE II
STATEMENT OF CONVERSION**

The Corporation was converted to an Alabama limited liability company. The name of the entity to which the Corporation is converted is DeltaCom, LLC. The Articles of Organization filed in connection with the conversion of the Corporation are being filed in the office of the Judge of Probate of Marshall County, Alabama.

**ARTICLE III
EFFECTIVE DATE**

The dissolution of the Corporation, and the conversion of the Corporation into DeltaCom, LLC is to be effective as of 4:00 p.m. on August 29, 2012.

**ARTICLE IV
AUTHORIZATION OF DISSOLUTION AND CONVERSION**

The conversion of the Corporation into a limited liability company and, thereby, the dissolution of the Corporation was approved unanimously by the board of directors and the sole shareholder of the Company by written consent in accordance with the Act and the Code, as applicable, on August 27, 2012.

[Signature Page to Follow]

20061438V1

Alabama
Sec. Of State
Entity Change
086-697 D/C
Date 8/29/2012
Time 17:00
121805 5 Pg
File \$25.00
Ackn \$1.00
Exp \$100.00
Total \$125.00
85/801

IN WITNESS WHEREOF, the undersigned has executed this certificate this 27 day of August, 2012.

DELTACOM, INC.

By: Samuel R. DeSincio, Jr.
Name: Samuel R. DeSincio, Jr.
Title: Executive Vice President, General Counsel
and Secretary

2008 (431v)

Alabama
Sec. Of State

Entity Change
086-697 D/C
Date 8/29/2012
Time 17:00
121005 5 Pg

File \$25.00
Ackn \$.00
Exp \$100.00

Total \$125.00
05/001



State of Utah
Department of Commerce
Division of Corporations & Commercial Code
Application for Authority to Transact Business for a Foreign Limited Liability Company

EXPEDITE

RECEIVED
OCT 26 2012
CONVERSION

A Certificate of Good Standing/Existence from the state of organization dated no earlier than ninety (90) days prior to filing with the Division is attached.

Non-Refundable Processing Fee: <input checked="" type="checkbox"/> Foreign LLC \$70.00 <input type="checkbox"/> Series LLC \$70.00 <input type="checkbox"/> Tribal LLC \$70.00	
1. Exact Name of Foreign Limited Liability Company: DeltaCom, LLC	
2. This limited liability company of the state/country/tribal nation of: Alabama	
3. Date of formation/organization in home state: 04/07/1982	4. Duration: Perpetual (Expected Duration)
5. Who/What is the name of the Registered Agent (Individual or Business Entity or Commercial Registered Agent)? National Registered Agents, Inc. 7209417-0250	
The address must be listed if you have a non-commercial registered agent. See instructions for further details. Address of the Registered Agent: City: Utah Street Address Required, PO Boxes can be listed after the Street Address State UT Zip:	
6. Principal place of business:	1375 Peachtree Street, NE Street Address City: Atlanta State: GA Zip: 30309
7. The nature of the business or purpose(s) to be conducted or promoted in Utah: Telecommunications products and services	
8. The limited liability company shall use as its name in Utah:	
(The limited liability company shall use its name as set forth at the top of this form unless the name is not available for use in Utah.)	
9. Clear indication of who is managing the company is required.	
10a. Is this foreign limited liability company manager-managed? <input type="checkbox"/> Yes, <input checked="" type="checkbox"/> No If YES, you must list the name and business or residence street address of each manager.	
10b. Is this foreign limited liability company member-managed? <input checked="" type="checkbox"/> Yes, <input type="checkbox"/> No If YES, you must list the name and business or residence street address of each member.	
Position	Name Address City State Zip
MANAGER:	
MANAGER:	
MEMBER:	EarthLink Carrier, LLC 1375 Peachtree Street, NE, Atlanta, GA 30309
MEMBER:	
Please list additional managers/members (if any) on an attachment Under penalties of perjury, I declare as a manager or member with management authority of this limited liability company having authority to sign hereto, that this application for authority to transact business has been examined by me and is, to the best of my knowledge and belief, true, correct and complete. Authorized Signer Signature: <i>Samuel R. DeSimone, Jr.</i> Name & Title: Samuel R. DeSimone, Jr., Authorized Person	
11. If a foreign entity is a member or manager, you must list the home state where the entity is registered: Delaware	
12. The date the limited liability company intends to first transact business in Utah: Upon Filing	
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.	
Optional Inclusion of Ownership Information: This information is not required.	
Is this a female owned business? <input type="radio"/> Yes <input type="radio"/> No	
Is this a minority owned business? <input type="radio"/> Yes <input type="radio"/> No If yes, please specify: Select/Type the race of the owner here	

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

State of Utah
Department of Commerce
Division of Corporations and Commercial Code
I hereby certify that the foregoing has been filed
and approved on this 26 day of OCT 2012
In this office of this Division and hereby issued
This Certificate thereof.

Examiner *ts*

Date 10-29-12



Kathy Berg
Kathy Berg
Division Director

10-26-12P03:20 RCVD

Beth Chapman
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Beth Chapman, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

the entity records on file in this office disclose that DeltaCom, LLC was formed in Marshall County, Alabama on April 7, 1982. The Alabama Entity Identification number for this entity is 086-697. I further certify that the records do not disclose that said entity has been dissolved, cancelled or terminated.

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

October 19, 2012

Date



001-313

Beth Chapman
Beth Chapman Secretary of State