

CERTIFICATE OF ASSISTANT SECRETARY

I, Carol L. Fork, do hereby certify that I am Assistant Secretary of MICROTEL, INC., a corporation duly organized and existing under the laws of the State of Florida, that the following resolutions were adopted by Action of the Board of Directors Without Meeting, pursuant to 46 of the Florida General Corporation Act:

(1) Waiver of Corporate Seal

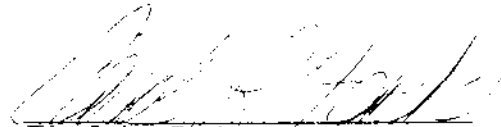
RESOLVED, that applications made on behalf of the corporation for utility permits from the Florida Department of Transportation shall be accepted by the corporation as valid and binding on the corporation without the necessity of affixing the corporate seal.

(2) Effectiveness

RESOLVED, that this action of the Board of Directors Without Meeting upon receiving the written consent of all of the directors of the corporation (by signature affixed to this writing), shall be effective as of October 26, 1983.

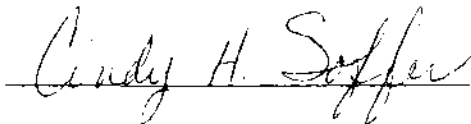
I further certify that the above resolutions have not been in any way altered, amended or rescinded and are in full force and effect.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Corporate Seal of this corporation on the 26th day of October, 1983.



Carol L. Fork
Assistant Secretary

Subscribed and sworn to
before me this 26th
day of October, 1983.



Notary Public, State Of Florida At Large
My Commission Expires Mar. 14, 1987
Bonded By SAFECO Insurance Company of America