

**RESOLUTION OF SOLE ORGANIZER
OF
MIDWEST INTERNET COOPERATIVE EXCHANGE, LLC
IN LIEU OF MEETING**

The undersigned, being the sole organizer of Midwest Internet Cooperative Exchange, LLC, a Minnesota limited liability company, does hereby, pursuant to Minnesota Statutes, Section 322B.60 adopt the following resolution as the action of the sole organizer in lieu of a meeting:

RESOLVED, that the sole organizer of this limited liability company hereby elects the following individuals as Governors of this company, to act for the ensuing year or until their successors are duly elected and qualified:

Jay Hanke
Reid Fishler
Mike Horwath

Dated to be effective as of October 3, 2012.

Jay Hanke

SOLE ORGANIZER