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APPLICATION FOR REINSTATEMENT FOR LIMITED PARTNERSHIP		FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS	FILED 00 MAY 26 PM 5:00 SECRETARY OF STATE TALLAHASSEE, FLORIDA DO NOT WRITE IN THIS SPACE
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DOCUMENT # **A26209**

1. Name of Limited Partnership
Panama City Cellular Telephone Co. Ltd

2. ^{Principal} Mailing Address Park 80 West Plaza II Suite, Apt. #, etc. 7th Floor City & State Saddle Brook NJ Zip 07663 Country USA	3. Principal Office Address same as #2 Suite, Apt. #, etc. City & State Zip Country	4. Date Formed or Registered To Do Business in Florida	5. FEI Number 59-2881586 Applied For Not Applicable
8a. Capital Contributions as Shown on Record 5,791,596.00		8b. Amount of Capital Contributions in FLORIDA to date	

FEES: (1) Filing Fee(s): Computed at a rate of \$7 per \$1,000 on amount entered in 8b, with a minimum filing fee of \$12.50 and a maximum of \$437.50, for each year due this office.
 (2) Supplemental Fee(s): \$88.75 for each year due this office, beginning with 1992 calendar year.
 (3) Penalty Fee(s): \$500 penalty fee for each year report form is delinquent.

Note: If the amount entered in 8b is greater than amount entered in 8a, a supplemental affidavit must be submitted along with a separate and appropriate filing fee.

9. Name and Address of Current Registered Agent Patrick K. Meehan c/o Holland & Knight LLP 400 N. Ashley Drive, Suite 2300 TAMPA, FL 33602	10. If changed, new registered agent office Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City State FL Zip Code
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10a. Pursuant to the provisions of sections 620.1051 and 620.192, Florida Statutes, the above named limited partnership organized or registered under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by its general partner(s). I hereby accept the appointment of registered agent. I am familiar with, and accept the obligations of section 620.192, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment) _____ DATE _____

A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.

11. Names of General Partner(s)	Address of Each General Partner (Do NOT Use Post Office Box Numbers)	City, State and Zip Code	11a. Registration Document Number
Panama City Communications	c/o Price Communications Park 80 West, PLAZA II 7th Floor	Saddle Brook, NJ 07663	K10002 200002893247--6 -06/02/99--01086--023 ****535.00 ****535.00 OK

Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effects as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by chapter 620, Florida Statutes.

SIGNATURE **Michael Wasserman for Panama City Comm.** DATE **5/19/99**

Typed or Printed Name of General Partner Signing Form **MICHAEL WASSERMAN** Telephone Number **201-226-4700**

CR2E039 (1/2/98)

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**Price Communications
Wireless, Inc.**

Park 80 West, Plaza II, 7th Floor • Saddle Brook, NJ 07663 • Tel.: (201) 226-4700

May 19, 1999

Florida Department of State
Division of Corporations
Attention: Partnership Section
P.O. Box 6327
Tallahassee, Fl 32314

Dear Sirs,

Please find enclosed a check in the amount of \$535.00 for Panama City Cellular Telephone Co. Ltd. This amount covers the \$437.50 filing fee, the supplemental fee of \$88.75 and the \$8.75 for the Certificate of Status.

We contacted your office and spoke with Gretchen in regards to the penalty fee. Our offices relocated from the last filed date thus, we never received your notification of warning to file promptly. Thus, Ms. Gretchen waived the penalty fee of \$500.00.

If you have any questions I can be reached at 201-226-4709.

Sincerely,

A handwritten signature in cursive script that reads "Elizette Rivera".

Elizette Rivera
Accountant