

350 HAYS STREET  
Kansas City, MO 64108-2000  
800 342 8086

**B9600000296**



PREVIOUS USE  
FOR ALL OTHERS TO SERVICE

ACCOUNT NO. : 974273

REFERENCE : 04273 7107223

AUTHORIZATION :

COST LIMIT : \$ ~~1000~~  
1400

ORDER DATE : June 3, 1996

GIVE TO KAREN BEYER!!!  
GIVE TO KAREN BEYER!!!

ORDER TIME : 10:04 AM

ORDER NO. : 974273

FILE FIRST!!!  
FILE FIRST!!!

CUSTOMER NO: 7107223

CUSTOMER: Debra S. Keithly, Legal Asst  
Sprint Spectrum L.P.  
4717 Grand  
5th Floor  
Kansas City, MO 64112

FOREIGN FILINGS

NAME: SPRINT ENTERPRISES, L.P.

11774  
W 96 000 000

XXXX QUALIFICATION (TYPE: LP)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Clint Fishman

65 AUG -1 PM 1:20

1/1  
5/1/96

Sandra B. Mortham, Secretary of State

**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR AUTHORIZATION  
TO TRANSACT BUSINESS IN FLORIDA**

1. Sprint Enterprises, L.P.  
(Name of limited partnership as it is in the home state;)

2. Sprint Enterprises, Limited Partnership  
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida; must contain the word "LIMITED" or "LTD.")

3. Delaware 4. 3/13/95  
(State of Formation) (Date of Formation)

5. Corporation Service Company  
(Name of Registered Agent for Service of Process)

6. 1201 Hays Street  
(Street Address of Registered Office)

Tallahassee, Florida 32301  
(City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process.

*[Signature]*  
(Agent must sign on this line)

8. 1209 Orange Street, Wilmington, Delaware 19801  
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS	SPECIFIC ADDRESS
<u>US Telecom, Inc.</u>	<u>2300 Shawnee Mission Pkwy., Westwood, KS 66205</u>

10. 2300 Shawnee Mission Parkway, Westwood, Kansas 66205  
(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is cancelled or withdrawn.

12. 2400 Shawnee Mission Parkway, Westwood, Kansas 66205  
(Mailing Address of Limited Partnership)

95 APR 24 1996

This 24 day of April, 1996.  
US TELECOM, INC.

By: \_\_\_\_\_  
General Partner

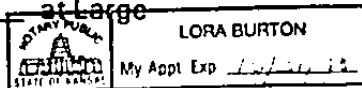
STATE OF KANSAS  
COUNTY OF JOHNSON

THE FOREGOING instrument was acknowledged and sworn to before me this 24 day  
of April, 1996, by Don A. Jensen of  
(Name of General Partner)  
US Telecom, Inc. a Kansas  
(Name of Limited Partnership)

Limited Partnership, on behalf of \_\_\_\_\_  
Limited Partnership. (State or Country)

Lora Burton  
Notary Public

State of Kansas at Large



(SEAL)

My Commission Expires: \_\_\_\_\_

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

BEFORE ME the undersigned personally appeared Don A. Jensen, Inc., a general partner of US Telecom, Inc., a (an) individual limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

- 1. The amount of capital contributions of the limited partners is \$ 204,549,552.00.
- 2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 0.

This 24th day of April, 19 96.

**FURTHER AFFIANT SAYETH NOT.**

*Under penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.*

US TELECOM, INC.

By: Don A. Jensen  
General Partner

State of Kansas

County of Johnson

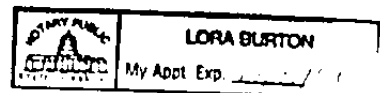
Date 4-24-96

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared Don A. Jensen for US Telecom, Inc. (General Partner), known to me and known by me to be the person who executed the foregoing Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Affidavit as General Partner of said partnership.

IN WITNESS WHEREOF I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 24 day of April, 19 96.

Lora Burton  
Notary Public

Seal



State of Kansas at Large

My commission expires: \_\_\_\_\_

B9600000296

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 AUG 26 PM 3: 56



903 E. 104th Street  
Kansas City MO 64131  
(816) 854-7683

August 20, 1997

Division of Corporations  
ATTN: Partnership Section  
PO Box 6327  
Tallahassee, FL 32314

400002280104--3  
-08/28/97--01100--009  
\*\*\*1750.00 \*\*\*1750.00

RE: Sprint Enterprises, L.P.  
FEIN: 48-1165241

Enclosed is the Form Application for Reinstatement for Limited Partnerships, along with a check in the amount of \$1,041.25. This amount includes the Maximum Capital Fee of \$437.50, the Supplemental Fee of \$103.75 and a Reinstatement Penalty Fee of \$500.00. We have also included the Supplemental Affidavit of Capital Contributions for a Limited Partnership, along with a check in the amount of \$1,750.00.

Please reinstate the above referenced corporation immediately.

Please acknowledge receipt on the enclosed copy of this letter and return it in the self-addressed, stamped envelope provided.

Sincerely,

*Terrence D. Frederick*

Terrence D. Frederick  
Manager - State & Local Corporate Tax

TDF:ssb  
Enclosures

B96-296  
KWM  
8-26



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 AUG 26 PM 3: 56

June 23, 1997

SPRINT ENTERPRISES, L.P.  
903 E 104TH ST.  
M/S MOKCMW0609  
KANSAS CITY, MO 64131

SUBJECT: SPRINT ENTERPRISES, L.P.  
Ref. Number: B96000000296

We have received your document for SPRINT ENTERPRISES, L.P. and your check(s) totaling \$1041.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

Attached is a computer printout for the above referenced limited partnership which reflects the total anticipated amount of the limited partners contributions allocated for the purpose of transacting business in Florida last reported to this office. The amount listed in Block 5a or 8a of the document and the amount last reported to this office must be identical. Please amend 5a or 8a accordingly.

The fee to file the supplemental affidavit will be based on the increase at a rate of \$7 per \$1000, with a minimum filing fee of \$52.50 and maximum filing fee of \$1750. The fee to file a supplemental affidavit decreasing the contributions is \$52.50.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6967.

Kenny Manning  
Corporate Specialist

Letter Number: 397A00033298

904-487-6059

AMB

850-487-6051



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 AUG 26 PM 3: 56

FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

**SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS  
FOR A FOREIGN LIMITED PARTNERSHIP**

The undersigned general partners of Sprint Enterprises  
L.P. a(an) Delaware

Limited Partnership, executed this supplemental affidavit filed pursuant to section 620.176,  
Florida Statutes.

The total amount of the capital contributions of the limited partners that is allocated for the  
purpose of transacting business in Florida is: \$ 20,290,388.

This 12<sup>th</sup> day of August, 19 97.

**FURTHER AFFIANT SAYETH NOT.**

*Under penalties of perjury I declare that I have read the foregoing and that the facts are true, to  
the best of my knowledge and belief.*

General Partner(s)

US Telecom, Inc.  
x [Signature]

**FEES:**

\$7 per \$1,000 based on the additional contributions  
(Minimum \$52.50 - Maximum \$1,750.00)