

B98000000130



ACCOUNT NO. : 072100000032
REFERENCE : 722432 4305026
AUTHORIZATION : Patricia Pizzuto
COST LIMIT : \$ 1785.00

ORDER DATE : February 27, 1998

000002443690--9

ORDER TIME : 9:46 AM

ORDER NO. : 722432-005

CUSTOMER NO: 4305026

CUSTOMER: Julianne M. Ells, Legal Asst
Sullivan & Worcester
One Post Office Square

Boston, MA 02109

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270
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DIVISION OF CORPORATIONS

FOREIGN FILINGS

NAME: AMERICAN TOWER SYSTEMS, L.P.

XXXX QUALIFICATION (TYPE: LP)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Brenda Phillips

B98-130

Name	Al
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W. P. v.	Al

DIVISION OF CORPORATION

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Florida Department of State, Sandra B. Mortham, Secretary of State

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

1. American Tower Systems, L.P.
(Name of limited partnership as it is in the home state)

2. _____
(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. January 12, 1998
(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.**
Corporation Service Company

By: Cecil K. Dolan
(Agent must sign on this line)

c/o Corporation Service Company
8. 1013 Centre Road, Wilmington, Delaware 19805
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS

STREET ADDRESS

ATSC GP Inc. F98-1170 116 Huntington Avenue
Boston, MA 02116

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10. _____
(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of the limited partner or limited partners until the limited partnership's registration in Florida is cancelled or withdrawn.

CONTINUED

12. 116 Huntington Avenue
Boston, MA 02116
(Mailing Address of Limited Partnership)

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

This day of 6th, February, 19 98

ATSC GP Inc., General Partner

By: Michael B. Milson
~~xGeneral Partner~~ Name: Michael B. Milson
Title: Vice President

STATE OF Massachusetts

COUNTY OF Suffolk

On this 6th day of February, 19 98, Michael B. Milson

personally appeared before me, who is personally known to me
 whose identity I proved on the basis of _____

Anna Kordan
(Notary Public Signature)

Anna Kordan
(Notary's Printed Name)

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MY COMMISSION EXPIRES
MARCH 19, 2004

My Commission Expires: _____

Seal

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared ATSC GP Inc.,
a general partner of American Tower Systems, L.P.; a (an) Delaware limited partnership,
hereinafter referred to as the "Partnership", who certifies as follows:

- 1. The amount of capital contributions of the limited partners is \$ 482,625,000.
- 2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 19,305,000.

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

This 6th day of February, 19 98.

ATSC GP Inc., General Partner
By: Michael B. Milson
General Partner
Name: Michael B. Milson
Title: Vice President

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STATE OF Massachusetts

COUNTY OF Suffolk

On this 6th day of February, 19 98, Michael B. Milson

personally appeared before me, who is personally known to me
 whose identity I proved on the basis of _____

Anna Kordan
(Notary Public Signature)
Anna Kordan
(Notary's Printed Name)

My Commission Expires: MARCH 19, 2004
MY COMMISSION EXPIRES


Seal

CONSENT TO USE OF NAME

American Tower Systems (Delaware), Inc., a Delaware corporation, hereby consents to the qualification of American Tower Systems, L.P., a Delaware limited partnership, and to the use by such partnership of the name "American Tower Systems, L.P."

IN WITNESS WHEREOF, the said American Tower Systems (Delaware), Inc. has caused this consent to be executed by a duly authorized officer as of this 6th day of February, 1998.

AMERICAN TOWER SYSTEMS
(DELAWARE), INC.

By: 
Norman A. Bikales
Assistant Secretary

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