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May 01 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # F92000000789 (9)

1. Corporation Name
MOBILECOMM NATIONWIDE OPERATIONS, INC.



Principal Place of Business: 1800 EAST COUNTY LINE ROAD SUITE 300 RIDGELAND MS 39157

Mailing Address: 1800 EAST COUNTY LINE ROAD SUITE 300 RIDGELAND MS 39157-1003

3. Date Incorporated or Qualified: 12/21/1992
3a. Date of Last Report: 02/09/1996

4. FEI Number: 64-0821546
Applied For: Not Applicable

5. Certificate of Status Desired: \$8.75 Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution: \$5.00 May Be Added to Fees

8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes: Yes No

2. Principal Place of Business: 21
2a. Mailing Address: 26 65 Challenger Road
Suite, Apt. #, etc.: 22 5th Floor
City & State: 23 Ridgefield Park, NJ
Zip: 24 07660 Country: 25 USA

9. Name and Address of Current Registered Agent
C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324

10. Name and Address of New Registered Agent
81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City
85 Zip Code: FL

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation 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 the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE: _____ (NOTE: Registered Agent signature required when reinstating) _____ DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PD KEALEY, JOHN M. 85 CHALLENGER ROAD 5TH FLOOR RIDGELAND NJ	<input checked="" type="checkbox"/> DELETE	1.1 TITLE CEO/PRESIDENT Ronald Growert 65 Challenger Road Ridgefield Park, NJ 07660 <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE	V INGRAM, GLYNN 1800 E. COUNTY LINE ROAD SUITE 300 RIDGELAND MS	<input checked="" type="checkbox"/> DELETE	2.1 TITLE TREASURER KEVIN SHEA 65 Challenger Road Ridgefield Park, NJ 07660 <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE	VSD MCVAY, KENNETH R. 85 CHALLENGER ROAD 5TH FLOOR RIDGELAND NJ	<input checked="" type="checkbox"/> DELETE	3.1 TITLE Secretary Pat Gray 65 Challenger Rd Ridgefield Park, NJ 07660 <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE	VT PITTSMAN, SANTO 85 CHALLENGER ROAD 5TH FLOOR RIDGELAND NJ	<input type="checkbox"/> DELETE	4.1 TITLE Executive VP Andrew Cross 65 Challenger Rd Ridgefield Park, NJ 07660 <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE	D RORKE, GREGORY 85 CHALLENGER ROAD 5TH FLOOR RIDGELAND NJ	<input checked="" type="checkbox"/> DELETE	5.1 TITLE Stephen Cross - Senior VP 65 Challenger Rd Ridgefield Park, NJ 07660 <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE		<input type="checkbox"/> DELETE	6.1 TITLE Stephen Burdette - VP 65 Challenger Road Ridgefield Park, NJ 07660 <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(l), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: KEVIN SHEA
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date: _____ Daytime Phone #: (201) 440-8400

CR2E034 (9/96)