

F95000003531



ACCOUNT NO. : 072100000032

REFERENCE : 687406 4305026

AUTHORIZATION :

COST LIMIT

Patricia P. Leggett

ORDER DATE : January 29, 1998

ORDER TIME : 9:48 AM

ORDER NO. : 687406-015

400002418014--9

CUSTOMER NO: 4305026

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

Boston, MA 02109

FOREIGN FILINGS

NAME: AMERICAN TOWER SYSTEMS INC.

PROFIT
 NON-PROFIT

CORPORATE
 LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB -2 PM 1:35

02-02-98
CC

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

1. American Tower Systems, Inc.
Name of corporation as it appears on the records of the Department of State.
2. Delaware 3. July 21, 1995
Incorporated under laws of Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? JAN. 22, 1998
5. American Tower Systems (Delaware), Inc.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.
- No Change
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
- No Change
New Jurisdiction

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB - 2 PM 1:35


Signature

January 27, 1998
Date

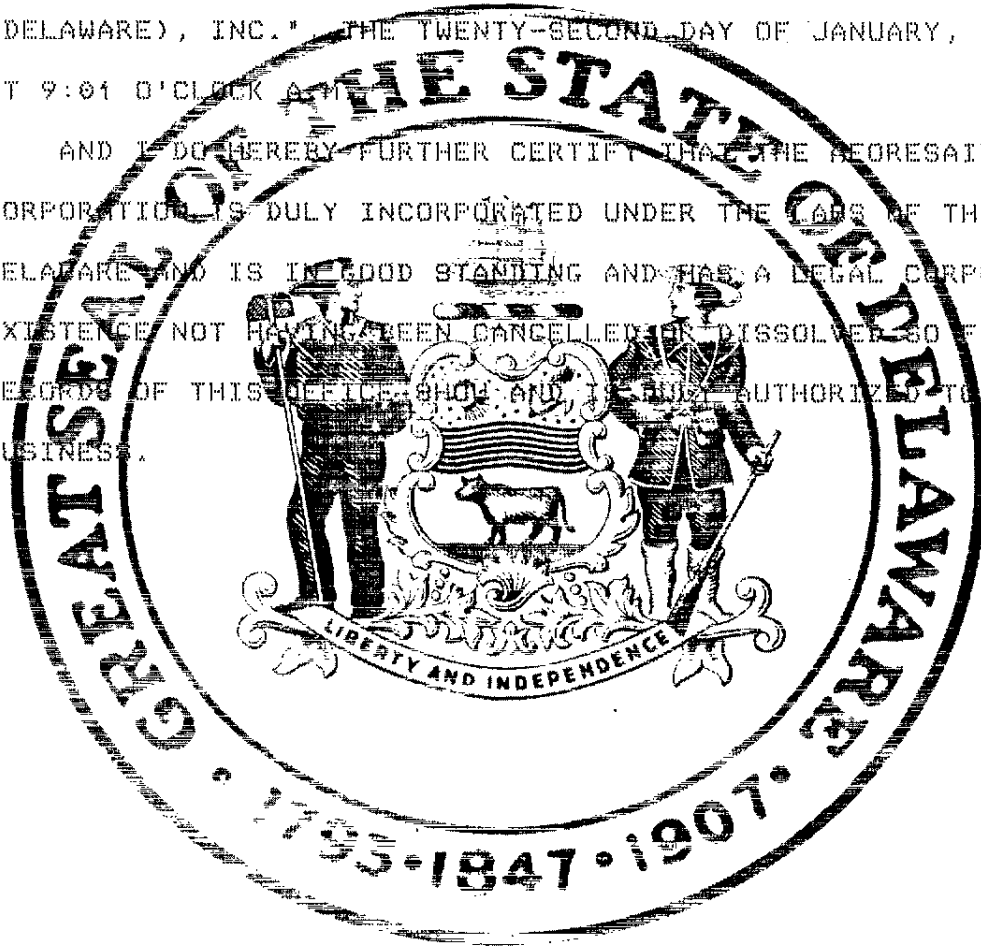
Norman A. Bikales
Typed or printed name

Assistant Secretary
Title

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID, FILED A CERTIFICATE OF MERGER, CHANGING ITS NAME TO "AMERICAN TOWER SYSTEMS (DELAWARE), INC." THE TWENTY-SECOND DAY OF JANUARY, A.D. 1998, AT 9:01 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE FORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS FULLY AUTHORIZED TO TRANSACT BUSINESS.



Edward J. Freel

Edward J. Freel, Secretary of State



2525871 8320

AUTHENTICATION:

8895153

981039141

DATE:

01-30-98