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May 15 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 # F95000005081 (3)  
1. Corporation Name  
AT&T WIRELESS PCS INC.



Principal Place of Business: 412 KEMBLE AVE. ROOM S-246 MORRISTOWN NJ 07962  
Mailing Address: 412 KEMBLE AVE. ROOM S-246 MORRISTOWN NJ 07962

3. Date Incorporated or Qualified: 10/18/1995  
3a. Date of Last Report: 04/29/1996

2. Principal Place of Business (21-24) and 2a. Mailing Address (25-30) with handwritten entries: Room S-287, MORRISTOWN NJ 07962.

4. FEI Number: 22-3330080  
5. Certificate of Status Desired: \$8.75 Additional Fee Required  
6. Election Campaign Financing: \$5.00 May Be Added to Fees  
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes: Yes  No

9. Name and Address of Current Registered Agent: THE PRENTICE-HALL CORPORATION SYSTEM, INC. 1201 HAYS STREET SUITE 105 TALLAHASSEE FL 32301

10. Name and Address of New Registered Agent (81-85)

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	VS HOKENSON, H J	1.1 TITLE	SEE ATTACHED LIST
NAME	HOKENSON, H J	1.2 NAME	
STREET ADDRESS	131 MORRISTOWN ROAD	1.3 STREET ADDRESS	
CITY - ST - ZIP	BASKING RIDGE NJ 07920	1.4 CITY - ST - ZIP	
TITLE	V ESTEY, ELMER E	2.1 TITLE	
NAME	ESTEY, ELMER E	2.2 NAME	
STREET ADDRESS	1120 20TH STREET NW	2.3 STREET ADDRESS	
CITY - ST - ZIP	WASHINGTON DC 20036-3406	2.4 CITY - ST - ZIP	
TITLE	V BRADY, BETSY J	3.1 TITLE	
NAME	BRADY, BETSY J	3.2 NAME	
STREET ADDRESS	1120 20TH STREET NW	3.3 STREET ADDRESS	
CITY - ST - ZIP	WASHINGTON DC 20036-3406	3.4 CITY - ST - ZIP	
TITLE	V/S SALEMME, GERARD	4.1 TITLE	
NAME	SALEMME, GERARD	4.2 NAME	
STREET ADDRESS	1120 20TH STREET NW	4.3 STREET ADDRESS	
CITY - ST - ZIP	WASHINGTON DC 20036-3406	4.4 CITY - ST - ZIP	
TITLE	AS FEIT, R.S.	5.1 TITLE	
NAME	FEIT, R.S.	5.2 NAME	
STREET ADDRESS	131 MORRISTOWN ROAD	5.3 STREET ADDRESS	
CITY - ST - ZIP	BASKING RIDGE NJ 07920	5.4 CITY - ST - ZIP	
TITLE	AS DUAH, A.A.	6.1 TITLE	
NAME	DUAH, A.A.	6.2 NAME	
STREET ADDRESS	412 KEMBLE AVE.	6.3 STREET ADDRESS	
CITY - ST - ZIP	MORRISTOWN NJ 07962	6.4 CITY - ST - ZIP	

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), 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: *Andres P. ...* REQUIRED  
DATE: 4/21/97 DAYTIME PHONE: 201-844-1224

CR2E034 (9/96)

**AT&T WIRELESS PCS, INC.**

Election Date 4/15/96 FEIN 22-3330080

**ELECTED CORPORATION OFFICERS AND DIRECTORS**

**TITLE / NAME**

**BUSINESS ADDRESS**

**OFFICERS**

<b>President</b> Dennis J. Carey	295 North Maple Ave. Rm.4426E1 Basking Ridge, NJ 07920
<b>Vice President &amp; Secretary</b> H. John Hokenson	131 Morristown Road Room A2024 Basking Ridge, NJ 07920
<b>Vice-President &amp; Treasurer</b> M.J. Cinali	295 North Maple Ave. Rm.4428D2 Basking Ridge, NJ 07920-1002
<b>Vice President and Assistant Secretary</b> A. Quartner	500 Carillon Point Kirkland, WA 98033
<b>Vice President and Assistant Secretary</b> R.G. (Gerry) Salemme	1120 20th Street NW Suite 1000 Washington DC 20036-3406
<b>Vice-President</b> Betsy Brady	1120 20th Street NW Washington DC 20036-3406
<b>Vice-President</b> Elmer Estey	1120 20th Street NW Washington DC 20036-3406
<b>Assistant Secretary</b> K.R. Cone	5000 Carillon Point Kirkland, WA 98033
<b>Assistant Secretary</b> Manuel Davila	412 Mt. Kemble Avenue Morristown, NJ 07960
<b>Assistant Secretary</b> Antoinette A. Duah	412 Mt. Kemble Avenue Room S287 Morristown, NJ 07960
<b>Assistant Secretary</b> R.S. Feit	131 Morristown Rd. Bldg.A Rm.A2035 Basking Ridge, NJ 07920-1002

**DIRECTORS**

<b>Director</b> Dennis J. Carey	295 North Maple Ave. Rm.4426E1 Basking Ridge, NJ 07920
<b>Director</b> H. John Hokenson	131 Morristown Road Room A2024 Basking Ridge, NJ 07920