

2001 UNIFORM BUSINESS REPORT (UBR)

PAGE 1 of 3

FILED

01 JAN 19 PM 3:58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # F98000006626
1. Entity Name
Aerial Operating Company, Inc.

Principal Place of Business: *12920 S.E. 38th Street, Bellevue, WA 98006*
Mailing Address: *12920 S.E. 38th Street, Bellevue, WA 98006*

2. Principal Place of Business: Suite, Apt. #, etc.
3. Mailing Address: Suite, Apt. #, etc.
City & State
Zip Country

4. FEI Number: *39-4027576*
Applied For: Not Applicable
5. Certificate of Status Desired: \$8.75 Additional Fee Required

DO NOT WRITE IN THIS SPACE

6. Name and Address of Current Registered Agent
*Corporation Service Company
1201 Hays Street
Tallahassee, FL 32301*

7. Name and Address of New Registered Agent
Name
Street Address (P.O. Box Number is Not Acceptable)
City: **FL** Zip Code

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: _____ DATE: _____
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)

9. This corporation is eligible to satisfy its Intangible Tax filing requirement and elects to do so. (See criteria on back)

FILE NOW!!! FEE IS \$150.00
After MAY 1, 2001 Fee will be \$550.00
Make Check Payable to Department of State

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

11. OFFICERS AND DIRECTORS

TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete	<i>see attached list</i>
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete	

12. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11

TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition	<i>900003556 1.19</i>
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition	

13. I 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 report or supplemental 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 11 or Block 12 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: *[Signature]* 1/15/01 (425) 348-4000
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (11/00)

**Aerial Operating Company, Inc.
a Delaware Corporation**

Officers and Directors

John W. Stanton Chairman and Chief Executive Officer	12920 S. E. 38 th Street Bellevue, WA 98006
Donald Guthrie, Director Vice Chairman	12920 S. E. 38 th Street Bellevue, WA 98006
Robert R. Stapleton President	12920 S. E. 38 th Street Bellevue, WA 98006
Cregg B. Baumbaugh, Director Executive Vice President - Finance, Strategy and Development	12920 S. E. 38 th Street Bellevue, WA 98006
Alan R. Bender, Director Executive Vice President, General Counsel and Secretary	12920 S. E. 38 th Street Bellevue, WA 98006
Robert P. Dotson Senior Vice President – Marketing and Sales	12920 S. E. 38 th Street Bellevue, WA 98006
Timothy R. Wong Senior Vice President - Engineering	12920 S. E. 38 th Street Bellevue, WA 98006
Patricia L. Miller Vice President of Operations	12920 S. E. 38 th Street Bellevue, WA 98006
Allyn Hebner Vice President, Controller and Principal Accounting Officer	12920 S. E. 38 th Street Bellevue, WA 98006
David A. Miller Vice President and Assistant Secretary	12920 S. E. 38 th Street Bellevue, WA 98006
Lauren Venezia Assistant Vice President	12920 S. E. 38 th Street Bellevue, WA 98006
Lee A. Tostevin Assistant Secretary	12920 S. E. 38 th Street Bellevue, WA 98006



ACCOUNT NO. : 072100000032
REFERENCE : 969765 7156704
AUTHORIZATION : Patricia Poynt
COST LIMIT : \$ 150.00

ORDER DATE : January 18, 2001
ORDER TIME : 2:09 PM
ORDER NO. : 969765-015
CUSTOMER NO: 7156704
CUSTOMER: Ms. Cherie Scott
Voicestream Wireless
12920 Se 38th Street
Bellevue, WA 98006

RECEIVED
01 JAN 19 PM 3:18
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ANNUAL REPORT FILING

NAME: AERIAL OPERATING COMPANY, INC.

XX ANNUAL REPORT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

FILE 1ST

CONTACT PERSON: TAMARA ODOM Ext. 1104

EXAMINER'S INITIALS: _____