

Division of Corporations

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Florida Department of State

Division of Corporations

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LIMITED LIABILITY COMPANY

SBA/Site Tech Joint Venture, L.C.

Name	3/3/99
Availability	OK
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**ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is:

"SBA/Site Tech Joint Venture, L.C."

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

One Town Center Road, 3rd Floor
Boca Raton, Florida 33486

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall:

Continue until December 31, 2049, unless sooner terminated by operation of law or in accordance with the Regulations of the Limited Liability Company, or as re-established after such primary term for such additional period as is determined by the Members.

ARTICLE IV - Management:

The Limited Liability Company is to be managed by the Managing Member and the name and address of the Managing Member are:

SBA Towers New York, Inc.

One Town Center Road, 3rd Floor
Boca Raton, Florida 33486

Stephen G. Vogelsang, Esq. (FL Bar #614424)
Gunster, Yoakley, Valdes-Fauli &
Stewart, P. A.
777 S. Flagler Dr., Suite 500 East
West Palm Beach, Florida 33401
(561) 655-1980

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ARTICLE V - Registered Agent/Address

The name and address of the registered agent are:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

ARTICLE VI - Additional Members

Additional members may be admitted to the limited liability company upon the written consent of the members.

ARTICLE VII - Continuation of Business

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the remaining members may, upon written consent of each of the members, elect to continue the business.

Dated: March 2, 1999

SBA TOWERS NEW YORK, INC.,
Managing Member

BY:


Jeffrey A. Stoops
Senior Vice President and Secretary

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of SBA/Site Tech Joint Venture, L.C. deposes and says:

- 1) The above named limited liability company has two members.
- 2) The total amount of cash contributed by the members is \$0.
- 3) The total amount of cash or property anticipated to be contributed by the members is \$ 5,000,000.

Dated: March 2, 1999

SBA TOWERS NEW YORK, INC.,
Managing Member

BY:


Jeffrey A. Stoops
Senior Vice President and Secretary
(In accordance with section 608.403(3), Florida
Statutes, the execution of this affidavit constitutes
an affirmation under the penalties of perjury that
facts stated herein are true.)

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED
OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: SBA/Site Tech Joint Venture, L.C.
2. The name and address of the registered agent and office is:

Corporation Service Company
(Name)

1201 Hays Street
(P.O. Box not acceptable)

Tallahassee, Florida 32301
(City/State/Zip)

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Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: 3/2/99

CORPORATION SERVICE COMPANY

BY: Deborah D. Skipper
Deborah D. Skipper, as agent
ITS: Agent

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