

M01600001689
ACME TOWERS INC.

ONE URBAN CENTRE • 4830 W. KENNEDY BLVD., SUITE 340 • TAMPA, FL 33609

VIA FEDERAL EXPRESS

May 10, 2001

Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

300004211923--7
-05/11/01--01087--009
****130.00 ****130.00

SUBJECT: APPLICATION FOR CERTIFICATE OF AUTHORITY FOR ACME TOWER GROUP, LLC A DELAWARE LIMITED LIABILITY COMPANY

To Whom It May Concern:

Enclosed please find the following:

1. original Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida;
2. original Certificate of Designation of Registered Agent Registered Office
3. original Certificate of Good Standing from the State of Delaware dated April 10, 2001;
4. our check no. 1904, in the amount of \$130.00, for the required filing fee for application (\$100), Designation of Registered Agent (\$25) and Certificate of Status (\$5).

If you have any questions or comments with respect to the matters referenced above, please call us.

Sincerely yours,


Natalie Anderson

nla
Enclosures

FILED
01 MAY 11 AM 7:43
SEC. OF STATE
TALLAHASSEE, FL

mnt
5/16

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. ACME TOWER GROUP, LLC, A DELAWARE LIMITED LIABILITY COMPANY
(Name of foreign limited liability company)

2. DELAWARE 3. 23-3061793
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. September 22, 2000 5. PERPETUAL
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. January 1, 2001
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)

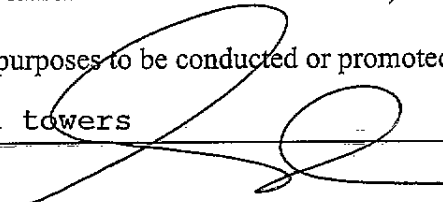
7. 4830 West Kennedy Blvd., Suite 340, Tampa, FL 33609
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here

9. The name and usual business addresses of the managing members or managers are as follows: The managing members are: J. Kevin Barile, Thomas Bennett, Jonathan L. Old, III, Brooke K. Dolan, Sarah G. Miller and David U. Lee
business addresses are all located at 4830 W. Kennedy Blvd., Suite 340, Tampa, FL 33609

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: own and operate telecommunication towers


Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)
J. Kevin Barile, President

Typed or printed name of signee

FILED
MAY 1 7 33
TAMPA, FL

**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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

ACME TOWER GROUP, LLC

2. The name and the Florida street address of the registered agent and office are:

J. Kevin Barile

(Name)

4830 W. Kennedy Blvd., Suite 304

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tampa

FL

33609

City/State/Zip

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 as provided for in Chapter 608, F.S.

(Signature)

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

01 MAY 11 PM 5:00
FILED

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ACME TOWER GROUP, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TENTH DAY OF APRIL, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

SECRETARY OF STATE
OFFICE OF THE SECRETARY OF STATE
DELAWARE
MAY 11 AM 7:43
FILED



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3291432 8300

AUTHENTICATION: 1074148

010175034

DATE: 04-10-01