

SC THE UNITED STATES CORPORATION COMPANY
M98000000393

ACCOUNT NO. : 072100000032

REFERENCE : 715287 7156704

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 25.00

ORDER DATE : May 31, 2000

ORDER TIME : 10:26 AM

ORDER NO. : 715287-860

CUSTOMER NO: 7156704

000003282400--5

CUSTOMER: Ms. Lee A. Tostevin
Voicestream Corporation
3650 131st Avenue Se
Suite 200
Bellevue, WA 98006

CHANGE OF AGENT

NAME: OMNIPOINT MIAMI-W. PALM BEACH
F LICENSE, LLC

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Pollye Janisse

FILED
00 JUN -9 PM 1:22
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RECEIVED
00 JUN -9 AM 11:25
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR LIMITED LIABILITY COMPANY

Pursuant to the provisions of sections 608.416 or 608.508, Florida Statutes, the undersigned limited liability company submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the limited liability company is: Omnipoint Miami-W. Palm Beach F License, LLC.
2. The mailing address of the limited liability company is: 3650 131st Avenue SE, Bellevue,
WA 98006

3. Date of filing/registration in Florida 4/23/98 4. Document number M98000000393

5. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State:

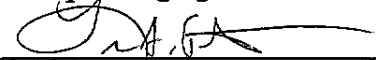
CT Corporation System
Name
1200 South Pine Island Road
Address
Plantation, Florida 33324
City, State and Zip

FILED
00 JUN -9 PM 1:23
SECRETARY OF STATE
TALLAHASSEE FLORIDA

6. The name and address of the new registered agent and/or office:

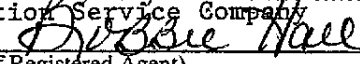
Corporation Service Company
Name
1201 Hays Street
Florida street address (P.O. Box NOT acceptable)
Tallahassee FL 32301
City, State and Zip

If the limited liability company is not organized under the laws of the State of Florida, it is hereby confirmed that after the change or changes are made, the Florida street address of the registered office and the business office of the registered agent will be identical. Or, in the case of a Florida limited liability company, it is hereby confirmed that the change(s) was/were authorized by an affirmative vote of the members of the limited liability company or as otherwise provided in the articles of organization or the operating agreement of the limited liability company.


(Signature of a member or authorized representative of a member)

Lee Tostevin, Manager
(Printed or typed name of signee)

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 relative 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. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

Corporation Service Company

(Signature of Registered Agent)

Bobbie Hall, Asst. Vice President
Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314