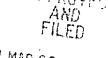
COOK INSLETIVS GSM II PCS. LLC

Principal Place of Business

Mailing Address

2525 "C" STREET, SUITE 500 **ANCHORAGE AK 99503**

2525 "C" STREET, SUITE 500 ANCHORAGE AK 99503



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SECRETARY OF STATE TALLAHASSEE, FLORIDA



2. Principal Place of Business
12920 SE. 38th street 3. Mailing Address Suite, Apt. #, etc. Suite, Apt. #, etc. DO NOT WRITE IN THIS SPACE City & State 4. FEI Number City & State Applied For 94-333*290*7 Bellevue Not Applicable Country Zip Country Zip \$5.00 Additional 5. Certificate of Status Desired Fee Required 98006 USA 7. Name and Address of New Registered Agent 6. Name and Address of Current Registered Agent Name CORPORATION SERVICE COMPANY Street Address (P.O. Box Number is Not Acceptable) 1201 HAYS STREET TALLAHASSEE FL 32301-2525 Zip Code City FL 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, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) 700003942737-FILE NOW!!! FEE IS \$50.00 Make Check Payable to Department of State MANAGING MEMBERS/MEMBERS ADDITIONS/CHANGES 9. 10. CR2E083 (11/00) Delete TITLE TITLE MGRM voicestream GSM II Holdings, UC NAME NAME COOK INSLET GSM, INC. 12970 J.E. 38th Street Bellevus, WA 48006 STREET ADDRESS STREET ADDRESS 2525 "C" STREET, SUITE 500 CITY-ST-ZIP CITY-ST-7IP ANCHORAGE AK 99503 Change Delete TITLE TITLE voicesfream Wireless Corporation NAME NAME 12920 S.E. 38th Street STREET ADDRESS STREET ADDRESS ellevur WA 98006 CITY-ST-ZIP CITY-ST-7IP ☐ Delete TITLE ☐ Change ☐ Addition TITLE NAME NAME STREET ADDRESS STREET ADDRESS CITY-ST-ZIP CITY-ST-ZIP TITLE ☐ Delete TITLE Change ☐ Addition NAME NAME STREET ADDRESS STREET ADDRESS CiTY-ST-ZIP CITY-ST-ZIF TITI F ☐ Delete TITLE □ Addition NAME STREET ADDRESS STREET ADDRESS CITY-ST-ZIP CITY-ST-ZIP TITLE ☐ Delete TITLE ☐ Change ☐ Addition NAME NAME STREET ADDRESS STREET ADDRESS

11. 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 is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes.

CITY-ST-ZIP

SIGNATURE:

CITY-ST-ZIP

Authorized Representative Red dur Lee'A-lostevin SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER, MANAGER, OR AUTHORIZED REPRESENTATIVE

Daytime Phone #



Cook Inlet/VS GSM II PCS, LLC Name changed to: VoiceStream GSM II, LLC a Delaware Limited Liability Company

Sole Member: VoiceStream GSM II Holdings, LLC; and, VoiceStream Wireless Corporation, Class A Member

12920 S.E. 38th Street Bellevue, WA. 98006

Officers:

John W. Stanton	12920 S. E. 38 th Street
Chairman and Chief Executive Officer	Bellevue, WA 98006
Chairman and Chief Excedite Critesi	2000,000,000,000
Donald Guthrie, Director	12920 S. E. 38 th Street
Vice Chairman	Bellevue, WA 98006
VIOC CHAIRMAN	,
Robert R. Stapleton	12920 S. E. 38 th Street
President	Bellevue, WA 98006

Cregg B. Baumbaugh, Director	12920 S. E. 38 th Street
Executive Vice President - Finance,	Bellevue, WA 98006
Strategy and Development	,
	Lease a Track a
Alan R. Bender, Director	12920 S. E. 38 th Street
Executive Vice President,	Bellevue, WA 98006
General Counsel and Secretary	
Robert P. Dotson	12920 S. E. 38 th Street
Senior Vice President – Marketing and Sales	Bellevue, WA 98006
Sellior vice President – Marketing and Sales	Bonevae, WY 2000
	coope a month a
Timothy R. Wong	12920 S. E. 38 th Street
Senior Vice President - Engineering	Bellevue, WA 98006
Patricia L. Miller	12920 S. E. 38 th Street
Vice President of Operations	Bellevue, WA 98006
•	
Allyn Hebner	12920 S. E. 38 th Street
Vice President, Controller	Bellevue, WA 98006
and Principal Accounting Officer	Believae, Will Sooo
Brian Kirkpatrick	12920 S. E. 38 th Street
Treasurer	Bellevue, WA 98006
David A. Miller	12920 S. E. 38 th Street
Vice President and Assistant Secretary	Bellevue, WA 98006
7.00 1.000.000.000.000.000.000.000.000.00	
Y Y	12920 S. E. 38 th Street
Lauren Venezia	Bellevue, WA 98006
Assistant Vice President	Believie, WA 70000
	record a prooffice
Lee A. Tostevin	12920 S. E. 38 th Street
Assistant Secretary	Bellevue, WA 98006
Assistant Secretary	Believue, WA 98000





ACCOUNT NO. : 07210000032

REFERENCE

7156704

AUTHORIZATION : Julius

COST LIMIT : \$ 50.00

ORDER DATE: March 19, 2001

ORDER TIME: 4:15 PM

ORDER NO. : 083657-005

CUSTOMER NO: 7156704

CUSTOMER: Ms. Cherie Scott

Voicestream Wireless 12920 Se 38th Street

Bellevue, WA 98006

ANNUAL REPORT FILING

NAME: COOK	INLET/VS GSM I	PCS, LLC			
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CONTACT PERSON: DARK	ne WAD - Ext.	1135	6 7	45	SKS E

EXAMINER'S INITIALS:





FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

March 23, 2001

CSC

ATTN: SONYA SIAVII

SUBJECT: COOK INSLET/VS GSM II PCS, LLC

Ref. Number: M00000000896

We have received your document for COOK INSLET/VS GSM II PCS, LLC and the authorization to debit your account in the amount of \$150.00. However, the document has not been filed and is being returned for the following:

The form you submitted was for a corporation, but your entity is a limited liability company. Please complete and return the attached blank form. Also please note that the fee for the report is \$50, not \$150.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Letter Number: 301A00017703

Lee Rivers Document Specialist