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CERTIFICATE OF CANCELLATION OF REGISTRATION OF FOREIGN LIMITED PARTNERSHIP



97 DEC 26 PM 1

| Pursuant to the provisions of Section 620.174 of the Florida Uniform Limited Partnership |
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| Act, the following Certificate of Cancellation of Foreign Limited Partnership is submitted for |
| filing. |
| ARTICLE 1. The name of the limited partnership is Florida Cellular RSA |
| Limited Partnership |
| ARTICLE 2. If different than above, the name of the limited partnership under which it |
| Certificate of Authority was issued in Florida is |
| |
| ARTICLE 3. The limited partnership's Certificate of Authority to conduct business in Florida |
| was issued on December 21, 1990 |
| ARTICLE 4. The effective date of cancellation, if different than the date of the filing of this |
| Certificate with the Secretary of State, is |
| ARTICLE 5. The authority of the Secretary of State to accept service of process for the limited |
| partnership with respect to causes of action arising out of the transaction of business in the State |
| of Florida survives the filing of this Certificate and remains in effect. |
| ARTICLE 6. The address in the jurisdiction of organization of the limited partnership to which |
| the Secretary of State can forward service-of process is 222 N. LaSálle Street, |
| Suite 2000, Chicago, IL 60601 |
| 12/23/97 Rec 1- Tal |
| (Date) (Signature of general partner) of ficer of |

Quality Cellular Communications, Inc., by: Fredric D. Tannenbaum, Asst. Secretary (type/print name of signator above)

| State of IlliNois |
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| County of Cook |
| Subscribed and sworn or affirmed before me this |
| December , 19 97, by Fradric O. Tannenbown |
| 1 C d - A. A. V. Collular Communications Inc. a general partner |
| of Florida Cellular RSA Limited Partmership, a foreign limited partnership. |
| of Thouga Cettom . |
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| My Commission expires: 11/26/2000 |