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LIMITED PARTNERSHIP AMENDMENT

CINGULAR INTERACTIVE, L.P.

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$105.00

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NO.872 002



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

December 22, 2004

CINGULAR INTERACTIVE, L.P.
5565 GLENRIDGE CONNECTOR, STE. 1750
ATLANTA, GA 30342

SUBJECT: CINGULAR INTERACTIVE, L.P.
REF: A32646

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

Your first page says this amendment is for CINGULAR INTERACTIVE, L.P., but the second page says "the name of the limited partnership is: VELOCITA WIRELESS, L.P."

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) 245-6958.

Lee Rivers
Document Specialist

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**CERTIFICATE OF AMENDMENT
TO
APPLICATION FOR REGISTRATION
OF**

CINGULAR INTERACTIVE, L.P.

(Insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.173, Florida Statutes, this foreign limited partnership hereby submits this Certificate of Amendment to its registration application:

The registration application is amended as follows:

To change the name of the limited partnership to: VELOCITA WIRELESS, L.P.

To change the name of the registered agent and registered office for service of process to: National Corporate Research, Ltd., Inc., 103 N. Meridian Street, Tallahassee, Florida 32301



(Signature of a General Partner)

VELOCITA WIRELESS HOLDING CORP.
By: George Parisse, Secretary

(Typed or printed name of General Partner signing above)

STATE OF New Jersey

COUNTY OF Monmouth

On this 9 day of December, 2004,

George Parisse

personally

appeared before me,



who is personally known to me



whose identity I proved on the basis of _____



(Notary Public Signature)

JEANNETTE BARRETTA

Notary Public of New Jersey

(Notary's Printed Name)

Commission Expires April 4, 2007

Seal

My Commission Expires:

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TALLAHASSEE, FLORIDA

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

PURSUANT TO THE PROVISIONS OF SECTION 620.1051, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED PARTNERSHIP, SUBMITS THE FOLLOWING
STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED
AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited partnership is: Cingular Interactive, L.P.

2. The name and address of the registered agent and office is:

National Corporate Research, Ltd. Inc.

103 N. Meridian Street

Tallahassee, Florida 32301

Having been named as registered agent and to accept service of process for the above
stated limited partnership 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.

Allen P. Davis
Signature

December 20, 2004
Date

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TALLAHASSEE, FLORIDA

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