


**2004 LIMITED PARTNERSHIP ANNUAL REPORT**  
**Due By May 1, 2004**

**FILED**  
**Apr 28, 2004 08:00 AM**  
**Secretary of State**

DOCUMENT # B95000000372			
1. Entity Name PCS NUCLEUS, LIMITED PARTNERSHIP			
Principal Place of Business 2999 OAK ROAD, 10TH FLOOR WALNUT CREEK, CA 94597		Mailing Address 2999 OAK ROAD, 10TH FLOOR WALNUT CREEK, CA 94597	
2. Principal Place of Business		3. Mailing Address	
Suite, Apt. #, etc.		Suite, Apt. #, etc.	
City & State		City & State	
Zip	Country	Zip	Country
6. Name and Address of Current Registered Agent		7. Name and Address of New Registered Agent	
THE PRENTICE-HALL CORPORATION SYSTEM, INC. 1201 HAYS STREET, SUITE 105 TALLAHASSEE, FL 32301		Name	
		Street Address (P O Box Number is Not Acceptable)	
		City	
		FL Zip Code	
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. I am familiar with, and accept the obligations of registered agent.			
SIGNATURE _____		DATE _____	
9. Capital Contributions as Shown on record \$250,000,000.00		10. Amount of Capital Contributions in FLORIDA to date. -0-	
<b>A GENERAL PARTNER THAT IS A BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.</b> <b>NOTE: General Partners MAY NOT be changed on the form; an amendment must be filed to change a general partner.</b>			
12. GENERAL PARTNER INFORMATION		13. ADDRESS CHANGES ONLY	
DOCUMENT #	F95000004930	STREET ADDRESS	
NAME	AIRTOUCH PCS HOLDING, INC.	CITY - ST - ZIP	
STREET ADDRESS	2999 OAK ROAD, MS 1025		
CITY - ST - ZIP	WALNUT CREEK, CA 94597		
DOCUMENT #		STREET ADDRESS	U00000156290
NAME		CITY - ST - ZIP	05/06/04-80007-013 141 25
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STREET ADDRESS			
CITY - ST - ZIP			
14. 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 General Partner of the limited partnership or the receiver or trustee empowered to execute this report as required by Chapter 620, Florida Statutes.			
SIGNATURE: <i>Melissa Kennedy</i>		April 22, 2004 925-210-2943	
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING GENERAL PARTNER		Date Daytime Phone #	



04092004 Chg-LP CR2E003 (10/03)

4. FEI Number 94-3219319 Applied For Not Applicable

5. Certificate of Status Desired  \$8.75 Additional Fee Required

STAPLE CHECK HERE

AirTouch PCS Holding, Inc. Its General Partner  
 By: Melissa Kennedy, Secretary