

B950000 00372

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

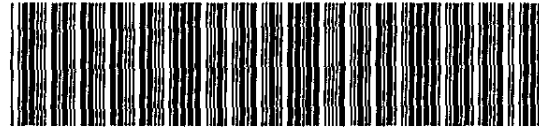
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
06 MAY - 1 PM 4:39

J. BRYAN MAY 11 2006

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** PCS Nucleus, L.P.

(Name of Foreign Limited Partnership or Limited Liability Limited Partnership)

The enclosed amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Betsy Peterson

(Contact Person)

Vodafone Americas Inc.

(Firm/Company)

2999 Oak Road, 7th Floor

(Address)

Walnut Creek, CA 94597

(City, State and Zip Code)

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06 MAY -1 PM 4:39

For further information concerning this matter, please call:

Betsy Peterson

(Name of Contact Person)

at ( 925 ) 210-2943

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$52.50 Filing Fee

☐ \$61.25 Filing Fee  
and Certificate of  
Status

☐ \$105.00 Filing Fee  
and Certified Copy

☐ \$113.75 Filing Fee,  
Certified Copy, and  
Certificate of Status

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**AMENDMENT TO CERTIFICATE OF AUTHORITY  
FOR  
FOREIGN LIMITED PARTNERSHIP OR  
LIMITED LIABILITY LIMITED PARTNERSHIP**

FILED  
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DIVISION OF CORPORATIONS  
06 MAY - 1 PM 4:40

1. The name of the limited partnership or limited liability limited partnership as it appears on the records of the Florida Department of State is:  
PCS Nucleus, L.P.

2. The jurisdiction of its formation is: Delaware

3. The date the entity was authorized to transact business in Florida is: 10/20/1995

4. If the amendment changes the name of the limited partnership or limited liability limited partnership, enter the new name:  
\_\_\_\_\_

*Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.*

*Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P. or LLLP.*

5. If the amendment changes the general partner(s), list the name and business address of each general partner:

Name:

Business Address:

Vodafone Holdings Inc.

2999 Oak Road, 7th Floor

#F9500000 4930

Walnut Creek, CA 94597

6. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:  
N/A

7. If the amendment corrects any false statement listed in the application, indicate the statement being corrected and the correction:

N/A

8. If the amendment is to add or delete an election to be a limited liability limited partnership statement, check the appropriate box:

☐

The entity elects to be a limited liability limited partnership.

☐

The entity is no longer a limited liability limited partnership.

9. Attached is an original certificate, no more than 90 days olds, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

10. Effective date, if other than the date of filing: \_\_\_\_\_  
(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

Signature of a general partner:

Melissa Kennedy

Typed or printed name:

Melissa Kennedy, Assistant Secretary

Filing Fee: \$52.50  
Certified Copy (optional): \$52.50  
Certificate of Status (optional): \$8.75

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DIVISION OF CORPORATIONS  
06 MAY - 1 PM 4:40

# Delaware

PAGE 1

## *The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "AIRTOUCH PCS HOLDING, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "VODAFONE HOLDINGS INC.", THE TWENTIETH DAY OF JANUARY, A.D. 2005, AT 5:12 O'CLOCK P.M.

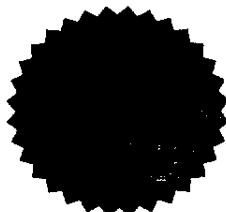
AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "AIRTOUCH PCS HOLDING, INC." WAS INCORPORATED ON THE THIRTIETH DAY OF MAY, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
06 MAY - 1 PM 4:48



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4694664

2511002 8320

060383017

DATE: 04-25-06