



THE UNITED STATES
CORPORATION
COMPANY

F00000002099

ACCOUNT NO. : 072100000032

REFERENCE : 659351 7156704

AUTHORIZATION : -

Patricia Pizzuto

COST LIMIT : \$ 70.00

ORDER DATE : April 11, 2000

ORDER TIME : 9:53 AM

ORDER NO. : 659351-005

CUSTOMER NO: 7156704

8000003209068--2

CUSTOMER: Ms. Teri Negrin
Voicestream Corporation
3650 131st Avenue, Se
Suite 200
Bellevue, WA 98006

FOREIGN FILINGS

NAME: VOICESTREAM PCS BTA I
CORPORATION

(Handwritten circle with 'e')

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR 14 PM 4:08
RECEIVED
00 APR 14 AM 11:29
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

bjk
4/14/00

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. VoiceStream PCS BTA I Corporation
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. 91-1686827
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 6-22-96 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. UPON QUALIFICATION
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 3650 131st Ave. SE., Suite 200
Bellevue WA 98006
(Current mailing address)

8. Wireless Telecommunications
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company
By: Bobbie Hall
(Registered agent's signature)
Bobbie Hall, Asst. Vice President

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

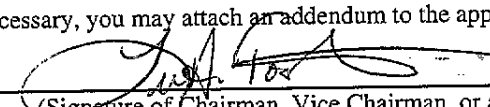
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Lee A. Tostevin, Assistant Secretary
(Typed or printed name and capacity of person signing application)

VoiceStream PCS BTA I Corporation

Officers and Directors

John W. Stanton Chairman and Chief Executive Officer	3650 131 st Avenue SE, Suite 200 Bellevue, WA 98006
Donald Guthrie, Director Vice Chairman	3650 131 st Avenue SE, Suite 200 Bellevue, WA 98006
Robert R. Stapleton President	3650 131 st Avenue SE, Suite 200 Bellevue, WA 98006
Cregg B. Baumbaugh, Director Executive Vice President - Finance, Strategy and Development	3650 131 st Avenue SE, Suite 200 Bellevue, WA 98006
Alan R. Bender, Director Executive Vice President, General Counsel and Secretary	3650 131 st Avenue SE, Suite 200 Bellevue, WA 98006
Robert P. Dotson Senior Vice President – Marketing and Sales	3650 131 st Avenue SE, Suite 200 Bellevue, WA 98006
Timothy R. Wong Senior Vice President - Engineering	3650 131 st Avenue SE, Suite 200 Bellevue, WA 98006
Patricia L. Miller Vice President, Controller and Principal Accounting Officer	3650 131 st Avenue SE, Suite 200 Bellevue, WA 98006
David A. Miller Vice President and Assistant Secretary	3650 131 st Avenue SE, Suite 200 Bellevue, WA 98006
Lauren Venezia Vice President	3650 131 st Avenue SE, Suite 200 Bellevue, WA 98006
Lee A. Tostevin Assistant Secretary	3650 131 st Avenue SE, Suite 200 Bellevue, WA 98006

FILED
DIVISION OF CORPORATIONS
00 APR 14 PM 4:08

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: VoiceStream PCS BTA I Corporation
(Name of corporation - must include suffix)

FLORIDA STATE
DIVISION OF CORPORATIONS
00 APR 14 PM 4:08

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Teri Negrin
(Name of Person)
VoiceStream PCS BTA I Corporation
(Firm/Company)
3650 131st Ave SE Suite 200
(Address)
Kirk Bellevue, WA 98006
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Teri Negrin at (425) 653.4656
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VOICESTREAM PCS BTA I CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWELFTH DAY OF APRIL, A.D. 2000.

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.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "VOICESTREAM PCS BTA I CORPORATION" WAS INCORPORATED ON THE TWENTY-SECOND DAY OF JUNE, A.D. 1995.



Edward J. Freel
Edward J. Freel, Secretary of State

2518773 8300

001185874

AUTHENTICATION: 0374991

DATE: 04-12-00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR 14 PM 4:08