

Document Number Only

F00000003663

CT Corporation System  
660 East Jefferson Street  
Tallahassee, FL 32301  
Tel 850 222 1092  
Fax 850 222 7615  
Attn: Jeff Netherton

700003307377--9  
-06/28/00--01034--020  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

CORPORATION(S) NAME

SpectraSite Holdings, Inc.

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name \_\_\_\_\_  
Availability \_\_\_\_\_  
Document \_\_\_\_\_  
Examiner \_\_\_\_\_  
Updater \_\_\_\_\_  
Verifier \_\_\_\_\_  
Acknowledgement \_\_\_\_\_  
W.P. Verifier \_\_\_\_\_

06/28/00

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DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE

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**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. SpectraSite Holdings, Inc.  
(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. 56-2027322  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 04/25/1997 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qual  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 100 Regency Forest Drive, Suite 400, Cary, NC 27511  
  
(Current mailing address)

8. See Attachment  
(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: C T Corporation System
- Office Address: 1200 South Pine Island Road  
Plantation, Florida, 33324  
(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.*

By: \_\_\_\_\_

(Registered agent's signature)

**JENNIFER F AULTMAN**  
**ASSISTANT SECRETARY**

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 rider

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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

President: See attached 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. \_\_\_\_\_

John H. Lynch, Vice President, General Counsel : Secretary

(Typed or printed name and capacity of person signing application)

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**Addendum to**  
**Application by Foreign Corporation for Authorization to Transact**  
**Business in Florida**

Item 8: (Purpose Clause)

Wireless communications

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## **Directors, Officers Report**

### **SpectraSite Holdings, Inc.**

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#### **DIRECTORS**

**Calvin J. Payne** Director  
Effective: Thursday, September 02, 1999  
Primary Address: 17886 - 55th Avenue  
Surrey, B.C. V3A 6C8 Canada

**Stephen H. Clark** Director  
Effective: Monday, May 05, 1997  
Primary Address: 100 Regency Forest Drive  
Suite 400  
Cary, NC 27511

**Timothy M. Donahue** Director  
Effective: Tuesday, April 20, 1999  
Primary Address: 2001 Edmund Halley Drive  
Reston, VA 20191

**Andrew R. Heyer** Director  
Effective: Tuesday, April 20, 1999  
Primary Address: 425 Lexington Avenue  
New York, NY 10017

**James R. Matthews** Director  
Effective: Tuesday, April 20, 1999  
Primary Address: 177 Broad Street  
15th Floor  
Stamford, CT 06901

**Thomas E. McInerney** Director  
Effective: Tuesday, April 20, 1999  
Primary Address: 320 Park Avenue  
Suite 2500  
New York, NY 10022-6815

**Michael J. Price** Director  
Effective: Tuesday, April 20, 1999  
Primary Address: 660 Madison Avenue  
New York, NY 10021

**Rudolph E. Rupert** Director  
Effective: Tuesday, April 20, 1999  
Primary Address: 320 Park Avenue  
Suite 2500  
New York, NY 10022-6815

**Steven M. Shindler** Director  
Effective: Tuesday, April 20, 1999  
Primary Address: 2001 Edmund Halley Drive  
Reston, VA 20191

**SpectraSite Holdings, Inc.**

**Lawrence B. Sorrel**

**Director**

Effective: Tuesday, April 20, 1999

Primary Address: 320 Park Avenue  
Suite 2500  
New York, NY 10022-6815

**Michael R. Stone**

**Director**

Effective: Monday, May 12, 1997

Primary Address: 177 Broad Street  
15th Floor  
Stamford, CT 06901

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**OFFICERS**

**Stephen H. Clark**

**President**

Effective: Monday, May 05, 1997

Primary Address: 100 Regency Forest Drive  
Suite 400  
Cary, NC 27511

**Chief Executive Officer**

Effective: Tuesday, April 20, 1999

Primary Address: 100 Regency Forest Drive  
Suite 400  
Cary, NC 27511

**Lawrence B. Sorrel**

**Chairman**

Effective: Tuesday, April 20, 1999

Primary Address: 320 Park Avenue  
Suite 2500  
New York, NY 10022-6815

**Timothy G. Biltz**

**Chief Operating Officer**

Effective: Monday, August 02, 1999

Primary Address: 100 Regency Forest Drive  
Suite 400  
Cary, NC 27511

**Brian Dietrich**

**Chief Information Officer**

Effective: Wednesday, May 03, 2000

Primary Address: 100 Regency Forest Drive  
Suite 400  
Cary, NC 27511

**Adam Stulberger**

**Chief Development Officer**

Effective: Wednesday, May 03, 2000

Primary Address: 100 Regency Forest Drive  
Suite 400  
Cary, NC 27511

**David P. Tomick**

**Chief Financial Officer**

Effective: Saturday, November 01, 1997

Primary Address: 100 Regency Forest Drive  
Suite 400  
Cary, NC 27511

**SpectraSite Holdings, Inc.**

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**Richard J. Byrne**

**Executive Vice President - Bus. Development**

Effective: Thursday, April 01, 1999

Primary Address: 100 Regency Forest Drive  
Suite 400  
Cary, NC 27511

**Calvin J. Payne**

**Executive Vice President - Design and Construction**

Effective: Wednesday, September 01, 1999

Primary Address: 17886 - 55th Avenue  
Surrey, B.C. V3A 6C8 Canada

**David P. Tomick**

**Executive Vice President**

Effective: Monday, July 14, 1997

Primary Address: 100 Regency Forest Drive  
Suite 400  
Cary, NC 27511

**Terry L. Armant**

**Senior Vice President - Operations**

Effective: Monday, August 03, 1998

Primary Address: 100 Regency Forest Drive  
Suite 400  
Cary, NC 27511

**Alexander L. Gellman**

**Vice President - Site Management Group**

Effective: Wednesday, March 01, 2000

Primary Address: 555 North Lane  
Suite 6138  
Conshohocken, PA 19428

**Douglas Standley**

**Vice President - Broadcast Group**

Effective: Wednesday, March 01, 2000

Primary Address: 210 S. Third Street  
North Wales, PA 19454

**Daniel I. Hunt**

**Vice President - Finance and Administration**

Effective: Thursday, April 01, 1999

Primary Address: 100 Regency Forest Drive  
Suite 400  
Cary, NC 27511

**Steven C. Lilly**

**Vice President**

Effective: Thursday, July 01, 1999

Primary Address: 100 Regency Forest Drive  
Suite 400  
Cary, NC 27511

**John H. Lynch**

**Vice President, General Counsel**

Effective: Monday, August 02, 1999

Primary Address: 100 Regency Forest Drive  
Suite 400  
Cary, NC 27511

**Secretary**

Effective: Tuesday, May 02, 2000

Primary Address: 100 Regency Forest Drive  
Suite 400  
Cary, NC 27511

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SpectraSite Holdings, Inc.

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**Steven C. Lilly**

**Treasurer**

Effective: Thursday, July 01, 1999

Primary Address: 100 Regency Forest Drive  
Suite 400  
Cary, NC 27511

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*State of Delaware*  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SPECTRASITE HOLDINGS, INC." 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 TWENTY-SIXTH DAY OF JUNE, A.D. 2000.

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

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

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0520538

DATE: 06-26-00