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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DATE: 2-19-01

NAME: METROPCS CALIFORNIA/FLORIDA, INC.

TYPE OF FILING: QUALIFICATION

COST: CHECK ATTACHED FOR \$78.75

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AUTHORIZATION: ABBIE/PAUL HODGE

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DIVISION OF CORPORATION

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2/19

**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. MetroPCS California/Florida, 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. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 12/19/96 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 8144 Walnut Hill Lane, Suite 600, Dallas, Texas 75231
(Principal office address)
8144 Walnut Hill Lane, Suite 600, Dallas, Texas 75231
(Current mailing address)
8. Provide broadband PCS services
(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: Capitol Corporate Services, Inc.
Office Address: 1333 North Duval Street
Tallahassee, Florida 32303
(City) (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.

Gayle Wendle, asst. sec.
(Registered agent's signature)

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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Roger D. Linquist

Address: 8144 Walnut Hill Lane, Suite 600, Dallas, Texas

Vice Chairman: John R. Lister

Address: 8144 Walnut Hill Lane, Suite 600, Dallas, Texas

Director: Albert S. Loverde

Address: 2398 Mt. Vernon Road, Suite 150, Dunwoody, Georgia 30338

Director: _____

Address: _____

B. OFFICERS

President: Roger D. Linquist

Address: 8144 Walnut Hill Lane, Suite 600, Dallas, Texas 75231

Vice President: Dennis Spickler

Address: 8144 Walnut Hill Lane, Suite 600, Dallas, Texas 75231

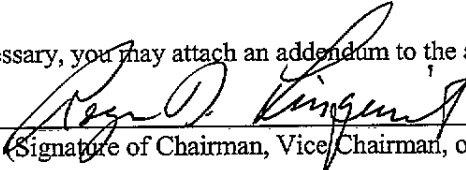
Secretary: John R. Lister

Address: 8144 Walnut Hill Lane, Suite 600, Dallas, Texas 75231

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. Roger D. Linquist, President
(Typed or printed name and capacity of person signing application)

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STATE OF TEXAS
COUNTY OF DALLAS

State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "METROPICS CALIFORNIA/FLORIDA, 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 THIRTEENTH DAY OF FEBRUARY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "METROPICS CALIFORNIA/FLORIDA, INC." WAS INCORPORATED ON THE NINETEENTH DAY OF DECEMBER, A.D. 1996.

FILED
21 FEB 19 PM 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2697318 8300

AUTHENTICATION: 0969574

010071110

DATE: 02-13-01