

FOI000001154



ACCOUNT NO. : 072100000032

REFERENCE : 007665 7113206

AUTHORIZATION

Patricia Pugh

COST LIMIT : \$ 70.00

FILED
01 FEB 28 PM 2:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : February 15, 2001

ORDER TIME : 10:48 AM

ORDER NO. : 007665-025

700003789887--4

CUSTOMER NO: 7113206

CUSTOMER: Linda Hoisington, Legal Asst
Nextel Communications, Inc.
2001 Edmund Halley Drive

Reston, VA 20191

FOREIGN FILINGS

5

NAME: NEXTEL RETAIL STORES, INC.

RECEIVED
01 FEB 28 PM 12:10
DIVISION OF CORPORATION

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds -- EXT# 1133

EXAMINER: _____

nh *2/28/01*

**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. Nextel Retail Stores, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" 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. 54-2021574
(State or country under the law of which it is incorporated) (FBI number, if applicable)
4. January 31, 2001 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.)
c/o Linda Hoisington, Legal Department, 2001 Edmund Halley Drive
7. Reston, VA 20191
(Principal office address)

2001 Edmund Halley Drive, Reston, VA 20191
(Current mailing address)
Provider of telecommunications retail sales. To engage in any act or activity for which corporations may be organized.
8. _____
(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
(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.

Corporation Service Company

By: Laura B. Smith

(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: See attached officer/director rider.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

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. Christie Hill

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

14. Christie A. Hill, Secretary

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OFFICERS/DIRECTORS RIDER

FL-Application by Foreign Corporation for Authorization

Nextel Retail Stores, Inc.

List of Officers

Name: Timothy M. Donahue **Title:** President
Bus. Addr.: c/o Linda Hoisington 2001 Edmund Halley Drive, Reston, VA 20191

Name: Christie A. Hill **Title:** Secretary
Bus. Addr.: c/o Linda Hoisington 2001 Edmund Halley Drive, Reston, VA 20191

Name: John S. Brittain, Jr. **Title:** Treasurer
Bus. Addr.: c/o Linda Hoisington 2001 Edmund Halley Drive, Reston, VA 20191

Name: Thomas N. Kelly, Jr. **Title:** Vice President
Bus. Addr.: c/o Linda Hoisington 2001 Edmund Halley Drive, Reston, VA 20191

Name: Mark Adams **Title:** Vice President
Bus. Addr.: c/o Linda Hoisington 2001 Edmund Halley Drive, Reston, VA 20191

Name: Leonard J. Kennedy **Title:** Vice President
Bus. Addr.: c/o Linda Hoisington 2001 Edmund Halley Drive, Reston, VA 20191

Name: William G. Arendt **Title:** Vice President
Bus. Addr.: c/o Linda Hoisington 2001 Edmund Halley Drive, Reston, VA 20191

Name: Brian I. Davis **Title:** Vice President-Tax
Bus. Addr.: c/o Linda Hoisington 2001 Edmund Halley Drive, Reston, VA 20191

Name: Thomas D. Hickey **Title:** Assistant Secretary
Bus. Addr.: c/o Linda Hoisington 2001 Edmund Halley Drive, Reston, VA 20191

Name: Richard Lindahl **Title:** Asst. Treasurer
Bus. Addr.: c/o Linda Hoisington 2001 Edmund Halley Drive, Reston, VA 20191

List of Directors

Name: Scott Hoganson **Term:**
Bus. Addr.: c/o Linda Hoisington 2001 Edmund Halley Drive, Reston, VA 20191

Name: Leonard J. Kennedy **Term:**
Bus. Addr.: c/o Linda Hoisington 2001 Edmund Halley Drive, Reston, VA 20191

Name: Christie A. Hill **Term:**
Bus. Addr.: c/o Linda Hoisington 2001 Edmund Halley Drive, Reston, VA 20191

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TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NEXTEL RETAIL STORES, 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-SEVENTH DAY OF FEBRUARY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED
01 FEB 28 PM 2:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3351229 8300

AUTHENTICATION: 0992895

010096495

DATE: 02-27-01