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CT CORPORATION SYSTEM

March 14, 2003

Secretary of State, Florida 409 East Gaines Street Tallahassec FL 32399

Re: Order #: 5803104 SO Customer Reference 1: Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

Wireless Retail Leasing Company (AZ)
Qualification
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Katrina Forsman
Fulfillment Specialist
Katrina_Forsman@cch-lis.com

660 East Jefferson Street Tallahassee, FL 32301 Tel. 850 222 1092 Fax 850 222 7615

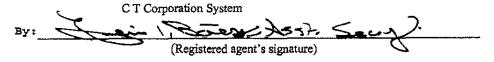
APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "words or abbreviations of like import in language as will clearly indicate that it is a co	
natural person or partnership if not so contained in the name at present.)	rporation instead of a
2. Arizona 3. 33-1036036	
(State or country under the law of which it is incorporated) (FEI	number, if applicable)
4. 12/31/2002 5. Perpetual	
	p, will cease to exist or "perpetual")
6. Upon qualification	
(Date first transacted business in Florida. If corporation has not transacted business in (SEE SECTIONS 607.1501, 607.1502 and 817.15	
7. 8800 E. Chaparral Rd., Suite 300, Scottsdale, AZ 85250	
(Principal office address)	(→
same	<u> </u>
(Current mailing address)	
Lessor of tangible personal property, & all manner of activity related thereto.	O3 MAR III SELAETARY ALLABASSE
(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 f	Drop Box NOT acceptable)
Name: CT Corporation System	Merican State Control of the
Office Address: 1200 South Pine Island Road	<u> </u>
Manualian pt 11, 2327/	•
Plantation, Florida 33324	<u></u>

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.



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:			
Address:			,
Vice Chairman:			
Address:			
Director: See attachment			
Address:			
Discourse of the second	A E CR	<u>-</u>	
Director:	SHAS	¥ .	
Address:	8.3		Ĩ
	FOF S		£
B. OFFICERS SEE ATTACHMENT	32	<u></u>	
President: J. Dan McMahan) A	 -	
Address: 8800 E. Chaparral Rd., Suite 300			
Scottsdale, AZ 85250	. "		
Vice President:			
Address:			
Secretary: J. Dan McMahan			
Address: 8800 E. Chaparral Rd., Suite 300 Scottsdale, AZ 85250			
Treasurer: Glenn Cantrell			
Address: 8800 E. Chaparral Rd., Suite 300 Scottsdale, AZ 85250			
NOTE: If necessary, you may attach an adder dum to the application listing additional officers and/or direction	ctors.		
13.			
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application	on)		
14. J. Dan McMahan, President (Typed or printed name and capacity of person signing application)			
() has a himse man enhanced or hereour affering other property			

Attachment to Florida

Officers & Directors

J. Dan McMahan 1. Full Name: Officer, Director Officer/Director: Officer's Title: CEO, Pres. & Secy. Director's Title: Other Director Business Address: 8800 E. Chaparral Rd., Suite 300 City: Scottsdale State: A7. ZIP Code: 85250 Salvatore DiPiazza 2. Full Name: Officer/Director: Officer Chief Operating Officer Officer's Title: 8800 E. Chaparral Rd., Suite 300 Business Address: City: Scottsdale State: A7. ZIP Code: 85250 Full Name: 3. Glenn Cantrell Officer/Director: Officer Chief Financial Officer & Treas. Officer's Title: 8800 E. Chaparral Rd., Suite 300 Business Address: City: Scottsdale State: AZ .

4. Full Name:

Officer/Director:

Officer's Title:

ZIP Code:

Business Address:

City: State: ZIP Code: R. Chris McMahan

Officer

85250

Chief Information Officer

8800 E. Chaparral Rd., Suite 300

Scottsdale /

AZ 85250

STATE OF ARIZONA



Office of the CORPORATION COMMISSION

CERTIFICATE OF GOOD STANDING

To all to whom these presents shall come, greeting:

I, Brian C. McNeil, Executive Secretary of the Arizona Corporation Commission, do hereby_certify that

WIRELESS RETAIL LEASING COMPANY

a domestic corporation organized under the laws of the State of Arizona, did incorporate on December 31, 2002.

I further certify that according to the records of the Arizona Corporation Commission, as of the date set forth hereunder, the said corporation is not administratively dissolved for failure to comply with the provisions of the Arizona Business Corporation Act; that its most recent Annual Report, subject to the provisions of A.R.S. sections 10-122, 10-123, 10-125 & 10-1622, has been delivered to the Arizona Corporation Commission for filing; and that the said corporation has not filed Articles of Dissolution as of the date of this certificate.

This certificate relates only to the legal existence of the above named entity as of the date issued. This certificate is not to be construed as an endorsement, recommendation, or notice of approval of the entity's condition or business activities and practices.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission. Done at Phoenix, the Capital, this 11th Day of March, 2003, A. D.

EXECUTIVE SECRETARY

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