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CORPORATION SERVICE COMPANY

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ACCOUNT NO. : 072100000032

REFERENCE : 505151 4386365

AUTHORIZATION : *Patricia T. [signature]*

COST LIMIT : \$ 70.00

ORDER DATE : July 26, 2005

ORDER TIME : 10:53 AM

ORDER NO. : 505151-005

CUSTOMER NO: 4386365

CUSTOMER: Ms. Carolyn Wilder - Ste 1725b
Cingular Wireless
Suite 1700
5565 Glenridge Connector
Atlanta, GA 30342

FOREIGN FILINGS

NAME: CINGULAR WIRELESS CONSOLIDATED
HOLDINGS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea -- EXT# 2914

EXAMINER: _____

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.

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1. Cingular Wireless Consolidated Holdings, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 26-0078109
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. December 22, 2003 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 5565 Glenridge Connector, Atlanta, GA 30342
(Principal office address)

5565 Glenridge Connector, Suite 1725B, Atlanta, GA 30342
(Current mailing address)

8. To engage in any lawful act or activity for which a Corporation
may be organized.
(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 NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street, Suite 105

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.



(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: N/A

Address: _____

Vice Chairman: N/A

Address: _____

Director: Stanley T. Sigman Ralph de la Vega

Address: 5565 Glenridge Connector 5565 Glenridge Connector

Atlanta, GA 30342 Atlanta, GA 30342

Director: Carol L. Tacker

Address: 5565 Glenridge Connector

Atlanta, GA 30342

B. OFFICERS

President: Stanley T. Sigman

Address: 5565 Glenridge Connector

Atlanta, GA 30342

Vice President: Sean P. Foley

Address: 5565 Glenridge Connector

Atlanta, GA 30342

Secretary: Carol L. Tacker

Address: 5565 Glenridge Connector, Atlanta, GA 30342

Treasurer: Sean P. Foley

Address: 5565 Glenridge Connector, Atlanta, GA 30342

Assistant Secretary: Carolyn J. Wilder, 5565 Glenridge Connector, Atlanta, GA 30342

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

13. Carolyn J. Wilder
(Signature of Director or Officer listed in number 12 of the application)

14. Carolyn J. Wilder, Assistant Secretary
(Typed or printed name and capacity of person signing application)

Delaware

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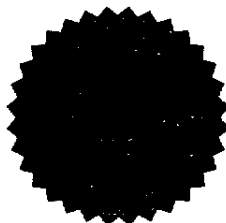
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CINGULAR WIRELESS CONSOLIDATED 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 JULY, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CINGULAR WIRELESS CONSOLIDATED HOLDINGS, INC." WAS INCORPORATED ON THE TWENTY-SECOND DAY OF DECEMBER, A.D. 2003.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



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050614404

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4046618

DATE: 07-26-05