

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

PROFIT
CORPORATION
ANNUAL REPORT
1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED

98 JUN 19 AM 11:02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # FC120000000789

1. Corporation Name

MobileComm Nationwide Operations, Inc.

Principal Place of Business

Mailing Address Same

One Executive Drive, Suite 500
Fort Lee, NJ 07024

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

12/31/92

4. FEI Number

64-0821546

Applied For

Not Applicable

5. Certificate of Status Desired

\$8.75 Additional
Fee Required

6. Election Campaign Financing

Trust Fund Contribution

\$5.00 May Be
Added to Fees

8. This corporation owes or has paid the current year Intangible
Personal Property Tax due June 30.

Yes

No

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

Corporation Service Company
1201 Hays Street
Tallahassee, FL 32301

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City

FL

85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature typed or printed name of registered agent and true if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE

Director

DELETE

NAME

Joseph A. Bondi

STREET ADDRESS

One Executive Drive, Suite 500

CITY-ST-ZIP

Fort Lee, NJ 07024

TITLE

Chairman-Restructuring

DELETE

NAME

Joseph A. Bondi

STREET ADDRESS

One Executive Drive, Suite 500

CITY-ST-ZIP

Fort Lee, NJ 07024

TITLE

President & CEO

DELETE

NAME

Ronald R. Grawert

STREET ADDRESS

One Executive Drive, Suite 500

CITY-ST-ZIP

Fort Lee, NJ 07024

TITLE

Sr. VP & CFO

DELETE

NAME

David R. Gibson

STREET ADDRESS

One Executive Drive, Suite 500

CITY-ST-ZIP

Fort Lee, NJ 07024

TITLE

Vice President & Secretary

DELETE

NAME

Patricia A. Gray

STREET ADDRESS

One Executive Drive, Suite 500

CITY-ST-ZIP

Fort Lee, NJ 07024

TITLE

Treasurer

DELETE

NAME

James M. Pascucci

STREET ADDRESS

One Executive Drive, Suite 500

CITY-ST-ZIP

Fort Lee, NJ 07024

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

Patricia A. Gray, VP & Secretary

SIGNATURE

200002505302--1

CR2E034 (10/97)

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MobileComm

One Executive Drive
Suite 500
Fort Lee, NJ 07024

Telephone: 201/224 9200
Fax: 201/969 4500

June 11, 1998



MobileComm

Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: MobileComm Nationwide Operations, Inc.

To Whom It Concerns:

Enclosed please find an annual report for filing on behalf of the above referenced company along with the \$150.00 filing fee. Per the instruction of one of the state's representatives, I have not enclosed the late filing fee because the company's mailing address has changed and the forms were never received.

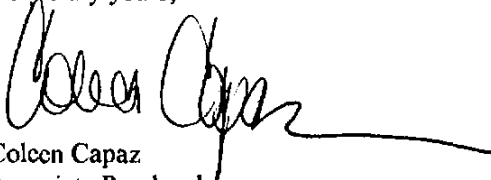
The new address is:

One Executive Drive, Suite 500
Fort Lee, NJ 07024

Please return a date stamped copy of the filing to my attention in the enclosed envelope.

If you have any questions or need additional information, please feel free to contact me at (201) 224-9200 extension 3950.

Very truly yours,


Colcen Capaz
Associate Paralegal

cc: P. Gray
R. Newman
D. Wilson

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ACCOUNT NO. : 072100000032

REFERENCE : 861006 5045907

AUTHORIZATION : *Patricia Pijute*

COST LIMIT : \$ 150.00

ORDER DATE : June 18, 1998

ORDER TIME : 11:15 AM

ORDER NO. : 861006-005

CUSTOMER NO: 5045907

CUSTOMER: Coleen Capaz, Legal Asst
Mobilecomm
One Executive Drive
Suite 500
Fort Lee, NJ 07024

ANNUAL REPORT FILING

200002565302--1

NAME: MOBILECOMM NATIONWIDE
OPERATIONS, INC.

XX ANNUAL REPORT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: *Lynette Coleman*

EXAMINER'S INITIALS:

RECEIVED
98 JUN 19 AM 10:40
DIVISION OF CORPORATION