

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

PROFIT CORPORATION ANNUAL REPORT 1996



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

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DOCUMENT # **F94000000032 (2)**

1. Corporation Name
BELLSOUTH WIRELESS, INC.



Principal Place of Business: **1155 PEACHTREE ST., NE STE. 1700 ATLANTA GA 30367-6000**
Mailing Address: **1155 PEACHTREE ST., NE STE. 1700 ATLANTA GA 30367-6000**

| | | | | | |
|--------------------------------|---------------------|---------------------|---------------------|---|--|
| 2. Principal Place of Business | | 2a. Mailing Address | | 3. Date Incorporated or Qualified 01/04/1994 | 3a. Date of Last Report 02/03/1995 |
| 21 | Suite, Apt. #, etc. | 26 | Suite, Apt. #, etc. | 4. FEI Number 58-2078460 | Applied For Not Applicable |
| 22 | City & State | 27 | City & State | 5. Certificate of Status Desired <input type="checkbox"/> | \$8.75 Additional Fee Required |
| 23 | Zip | 28 | Zip | 6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> | \$5.00 May Be Added to Fees |
| 24 | Country | 29 | Country | 8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |

| | | | | | | | |
|--|--|--|--|--|--|-----------|----|
| 9. Name and Address of Current Registered Agent | | | | 10. Name and Address of New Registered Agent | | | |
| THE PRENTICE-HALL CORPORATION SYSTEM, INC. 1201 HAYS ST., STE. 105 TALLAHASSEE FL 32301 | | | | 81 | Name | | |
| | | | | 82 | Street Address (P.O. Box Number is Not Acceptable) | | |
| | | | | 83 | | | |
| | | | | 84 | City | FL | 85 |

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 _____ DATE _____
Signature, typed or printed name of registered agent, if applicable (Printed Name of Agent is printed regardless of registration)

| 12. OFFICERS AND DIRECTORS | | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 | |
|----------------------------|-------------------------------|---|---|
| TITLE | C DELETE | 1.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | HAMM, CHARLES S | 1.2 NAME | See Attachment |
| STREET ADDRESS | 1100 PEACHTREE ST., NE | 1.3 STREET ADDRESS | |
| CITY-ST-ZIP | ATLANTA GA 30309 | 1.4 CITY-ST-ZIP | |
| TITLE | D DELETE | 2.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | DONALD, ODIE C | 2.2 NAME | |
| STREET ADDRESS | 1100 PEACHTREE ST., NE | 2.3 STREET ADDRESS | |
| CITY-ST-ZIP | ATLANTA GA 30309 | 2.4 CITY-ST-ZIP | |
| TITLE | DP DELETE | 3.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | ENSOR, ERIC F | 3.2 NAME | |
| STREET ADDRESS | 1100 PEACHTREE ST., NE | 3.3 STREET ADDRESS | |
| CITY-ST-ZIP | ATLANTA GA 30309 | 3.4 CITY-ST-ZIP | |
| TITLE | D DELETE | 4.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | GLASS, JAMES W | 4.2 NAME | |
| STREET ADDRESS | 1100 PEACHTREE ST., NE | 4.3 STREET ADDRESS | |
| CITY-ST-ZIP | ATLANTA GA 30309 | 4.4 CITY-ST-ZIP | |
| TITLE | V DELETE | 5.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | SHULTS, ELIZABETH E | 5.2 NAME | |
| STREET ADDRESS | 1100 PEACHTREE ST., NE | 5.3 STREET ADDRESS | |
| CITY-ST-ZIP | ATLANTA GA 30309 | 5.4 CITY-ST-ZIP | |
| TITLE | VS DELETE | 6.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | WALSH, MARTIN T | 6.2 NAME | |
| STREET ADDRESS | 1100 PEACHTREE ST., NE | 6.3 STREET ADDRESS | |
| CITY-ST-ZIP | ATLANTA GA 30309 | 6.4 CITY-ST-ZIP | |

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), 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.

SIGNATURE: *Joyce Clower Irvine* **4/9/96** (404) 249-4450
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR
Joyce Clower Irvine, Asst. Secretary

CR2E034 (12/95)

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BELLSOUTH WIRELESS, INC.

ATTACHMENT TO ANNUAL REPORTS

DIRECTORS

Earle Mauldin
1155 Peachtree Street, N.E.
Atlanta, Georgia 30309-3610

Charles S. Hamm
~~1100 Peachtree Street, N.E.~~
Atlanta, Georgia 30309-4599

Edgar L. Reynolds
1100 Peachtree Street, N.E.
Atlanta, Georgia 30309-4599

Eric F. Ensor
~~3353 Peachtree Road, N.E.~~
Atlanta, Georgia 30326

Odie C. Donald
~~1100 Peachtree Street, N.E.~~
Atlanta, Georgia 30309-4599

James W. Glass
~~1100 Peachtree Street, N.E.~~
Atlanta, Georgia 30309-4599

OFFICERS

Edgar L. Reynolds, President
1100 Peachtree Street, N.E.
Atlanta, Georgia 30309-4599

Frederick W. Johnson, VicePresident, Secretary and General Counsel
1155 Peachtree Street, N.E.
Atlanta, Georgia 30309-3610

Gary L. Walton, Treasurer
1155 Peachtree Street, N.E.
Atlanta, Georgia 30309-3610

Joyce Clower Irvine, Assistant Secretary
1155 Peachtree Street, N.E.
Atlanta, Georgia 30309-3610