



Prentice Hall Legal & Financial Services

ATTN: 500001454 (04) 740

1201 HAYS STREET, SUITE 100
TALLAHASSEE, FL 32301

CORPORATION(S) NAME

CHARTER NUMBER

McCaw 900 MHz Communications Inc

7000014540037
-03/27/95--01012--015
*****70.00 *****70.00

☐ Amendment
☐ Annual Report
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Domestication
☒ Fictitious Business Name
☐ Foreign - Profit
☐ Foreign - Non-Profit
☐ Limited Partnership
☐ Limited Liability
☐ Mtr. Veh.

☐ Merger
☐ Name Reservation
☐ Name Registration
☐ Non-Profit/Articles of Incorporation
☐ Other
☐ Profit/Articles of Incorporation
☐ Reinstatement
☐ Resignation of R.A., Off/Dir
☐ Trademark
☐ UCC/Filing 1
☐ UCC/Filing 3

☒ Certified Copy
☒ Photocopy
☐ Corporate Print-Out
☐ Fictitious/Owner Search

☐ CUS
☐ Good Standing
☐ R.A., Off/Dir Search

(X) Walk In () Call if Problem () Will Wait

(X) Pick up 3/27 1:00
DATE/TIME

FOR PRENTICE HALL'S USE ONLY

BRANCH ORDERING: WA BY: Lauren
BRANCH RECEIVING: Tall BY: Ting
REF/JOB # 155-95-2609
CLIENT MATTER # _____
SAME DAY ☒ 24 HR _____ ROUTINE _____
VERBAL REQUESTED: YES OR NO
DATE SENT: 3/27 MAIL FAX RED EXP.
FILED: 3/27
SENT TO: BRANCH ☒ CLIENT _____
SPECIAL INSTRUCTIONS: _____

CHECK # _____
ST./CTY/ FEES _____
CORR. FEE/ _____
SPEC. HANDL. _____
MESSENGER _____
COPIES _____
FAX FEE _____
OTHER _____
TOTAL _____

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. McCaw 900 MHz COMMUNICATIONS, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language so 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. WASHINGTON 3. 91-1199614
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 1-31-83 5. PERPETUAL
(Date of Incorporation) (Duration: Your corp. will cease to exist or ("perpetual")
6. N/A - upon qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 5400 CARILLON POINT
KIRKLAND WA 98033
(Current mailing address)
8. MESSAGING COMMUNICATION
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: THE PRENTICE HALL CORPORATION SYSTEM, INC.
Office Address: 1201 HAYS STREET, STE 105
TALLAHASSEE, Florida, 32301
(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.

By: Marcia A. Hammer
(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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: N/A

Address: _____

Vice Chairman: WAYNE M. PERRY

Address: 5400 CARILLON POINT

KIRKLAND WA 98033

Director: STEVEN W. HOOPER

Address: 5400 CARILLON POINT

KIRKLAND WA 98033

Director: ANDREW A. QUARTNER

Address: 1150 CONNECTICUT AVE, 4TH FL

WASHINGTON D.C. 20036

B. OFFICERS

President: MICHAEL HAHN

Address: 5400 CARILLON POINT

KIRKLAND WA 98033

Vice President: JOHN D. THOMPSON

Address: 5400 CARILLON POINT

KIRKLAND WA 98033

Secretary: WAYNE M. PERRY

Address: 5400 CARILLON POINT

KIRKLAND WA 98033

Treasurer: DONALD GUTHRIE

Address: 5400 CARILLON POINT

KIRKLAND WA 98033

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

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

14. LYNN HOEFENER
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
55 MAR 27 PM 10:50

**OFFICERS AND DIRECTORS
OF
McCAW CELLULAR COMMUNICATIONS, INC.
SUBSIDIARIES**

Title	Name	Address
Vice Chairman of the Board and Secretary	Wayne M. Perry	5400 Carillon Point Kirkland, Washington 98033
President and Chief Executive Officer	Steven W. Hooper	5400 Carillon Point Kirkland, Washington 98033
Executive Vice President	Tom A. Alberg	5400 Carillon Point Kirkland, Washington 98033
Executive Vice President - International Affairs	Mark R. Hamilton	5400 Carillon Point Kirkland, Washington 98033
Executive Vice President - Chief Technology Officer	Nicolas Kauser ¹	5400 Carillon Point Kirkland, Washington 98033
Sr. Vice President - Acquisitions and Development and Assistant Secretary	Scott I. Anderson	5400 Carillon Point Kirkland, Washington 98033
Sr. Vice President - Cellular Operations	Richard Begert	10210 NE Point Dr., Ste 400 Kirkland, Washington 98034
Sr. Vice President - Marketing and Sales	Richard G. Bryan	10210 NE Point Drive Kirkland, Washington 98033
Sr. Vice President - Treasurer	Donald Guthrie	5400 Carillon Point Kirkland, Washington 98033
Sr. Vice President - General Counsel	Roberta R. Katz	5400 Carillon Point Kirkland, Washington 98033
Sr. Vice President - People Development	Kerry B. Larson	5400 Carillon Point Kirkland, Washington 98033
Sr. Vice President - Controller	Jeffrey C. Lyman	5400 Carillon Point Kirkland, Washington 98033

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
MAR 20 AM 8:50

3/7/95

¹ Officer of McCaw Cellular Communications, Inc. only

Name	Title	Address
Robert G. Meachley, Jr.	Sr. Vice President - Chief Scientist	5400 Carillon Point Kirkland, Washington 98033
Scott K. Morris	Sr. Vice President - External Affairs and Assistant Secretary	5400 Carillon Point Kirkland, Washington 98033
William B. Oberlink	Sr. Vice President - Cellular Operations	250 So. Australian Ave., 8th Fl. West Palm Beach, Florida 33401
Andrew A. Quartner	Sr. Vice President - and Assistant Secretary	5400 Carillon Point Kirkland, Washington 98033
Robert A. Ratliffe	Sr. Vice President - Corporate Communications	5400 Carillon Point Kirkland, Washington 98033
John D. Thompson	Sr. Vice President - Assistant Treasurer	5400 Carillon Point Kirkland, Washington 98033
Maggie Wilderotter	Sr. Vice President - Cellular Operations	1750 Howe Avenue, 3rd Fl. Sacramento, California 95825
Rick C. Applegate	Vice President - Messaging	5400 Carillon Point Kirkland, Washington 98033
Calvin J. Cannon	Vice President - Cellular Operations	5400 Carillon Point Kirkland, Washington 98033
Douglas L. Carter	Vice President - Network Operations	5400 Carillon Point Kirkland, Washington 98033
John F. Donohue	Vice President - External Affairs	5400 Carillon Point Kirkland, Washington 98033
Mark P. Fanning	Vice President - People Development	5400 Carillon Point Kirkland, Washington 98033
Vahe Gabriel	Vice President - Internal Audit	5400 Carillon Point Kirkland, Washington 98033

Name	Title	Address
Steven P. Goldman	Vice President - Law and Assistant Secretary	5400 Carillon Point Kirkland, Washington 98033
Brad Horwitz	Vice President - International Affairs	5400 Carillon Point Kirkland, Washington 98033
David A. Juliano	Vice President - National Retail Operations	5400 Carillon Point Kirkland, Washington 98033
Patrick H. Leach	Vice President - Customer Care	5400 Carillon Point Kirkland, Washington 98033
Kurt C. Maass	Vice President - External Affairs	5400 Carillon Point Kirkland, Washington 98033
Helen A. Manich	Vice President - Marketing	5400 Carillon Point Kirkland, Washington 98033
Jennifer G. Marsh	Vice President - and Assistant Secretary	5400 Carillon Point Kirkland, Washington 98033
Cathleen A. Massey	Vice President - External Affairs and Assistant Secretary	1150 Connecticut Ave., 4th Fl. Washington, D.C. 20036
Roderick Nelson	Vice President - Engineering	5400 Carillon Point Kirkland, Washington 98033
Marsha D. Olch	Vice President - External Affairs	5400 Carillon Point Kirkland, Washington 98033
Ingvar J. Petursson	Vice President - Information Systems	5400 Carillon Point Kirkland, Washington 98033
Patricia Prozzi	Vice President - Cellular Operation	2630 Liberty Commons Pittsburgh, Pennsylvania 15222
Neve R. Savage	Vice President - Marketing	5400 Carillon Point Kirkland, Washington 98033
Kendra A. VanderMeulen	Vice President - Wireless Data	10230 NE Point Drive Kirkland, Washington 98033

Name	Title	Address
Michael Verategan	Vice President - Network Services	5400 Carillon Point Kirkland, Washington 98033
Garry L. Welch	Vice President - National Account Services	5400 Carillon Point Kirkland, Washington 98033
Lori M. Jorgensen	Assistant Vice President Risk Management	5400 Carillon Point Kirkland, Washington 98033
Julie A. Taylor	Assistant Vice President	5400 Carillon Point Kirkland, Washington 98033
Douglas I Brandon	Assistant Secretary	1150 Connecticut Ave., 4th Fl. Washington, D.C. 20036
Candy A. Castle	Assistant Secretary	5400 Carillon Point Kirkland, Washington 98033
William H. Higgins	Assistant Secretary	250 So. Australian Ave., 8th Fl. West Palm Beach, Florida 33401
Lynn Hoefener Thomsen	Assistant Secretary	5400 Carillon Point Kirkland, Washington 98033
J. Walter Hyer III	Assistant Secretary	1750 Howe Avenue, 3rd Fl. Sacramento, California 95825
Carrie L. Schnelker	Assistant Secretary	10210 NE Point Drive Kirkland, Washington 98033
Directors		
Steven W. Hooper		5400 Carillon Point Kirkland, Washington 98033
Wayne M. Perry		5400 Carillon Point Kirkland, Washington 98033
Andrew A. Quartner		1150 Connecticut Ave., 4th Fl. Washington, D.C. 20036



STATE of WASHINGTON SECRETARY of STATE

CERTIFICATE OF EXISTENCE/AUTHORIZATION

OF

MCCAW 900 MHZ COMMUNICATIONS, INC.

I, RALPH MUNRO, Secretary of State of the State of Washington, hereby certify that I am the custodian of the corporation records of this state.

I FURTHER CERTIFY that the records on file in this office show that the above named profit corporation was incorporated under the laws of the State of Washington and was issued a certificate of incorporation in Washington on January 31, 1983

I FURTHER CERTIFY that as of the date of this certificate no Articles of Dissolution or Certificate of Withdrawal have been filed, that the conditions of the Revised Code of Washington, Title 23B.01.280(2) (a) through (d) have been met, and the corporation is duly authorized to transact business in the corporate form in the State of Washington.

Date: March 24, 1995
Given under my hand and the seal of the State
of Washington, at Olympia, the State Capitol.

Ralph Munro Secretary of State

L. Cramer

SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAR 27 AM 10:50