

1201 HAYS STREET
TALLAHASSEE, FL 32301

800-342-8086



F95000002825

ACCOUNT NO. : 072100000032

REFERENCE: *Patricia P. Pitt* 613721 86901W

AUTHORIZATION :

COST LIMIT : 9 70.00

ORDER DATE : June 12, 1995

ORDER TIME : 10:17 AM

ORDER NO. : 613721

900001510798

CUSTOMER NO: 86901W

CUSTOMER: Ms. Lauren S. Soliday
Prentice Hall Legal &
600 First Avenue
Suite 500
Seattle, WA 98104

FOREIGN FILINGS

NAME: WIRELESS PCS, INC.

RECEIVED
95 JUN 12 AM 11:13
DIVISION OF CORPORATION

95 JUN 12 AM 11:45
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SECRETARY OF STATE
DIVISION OF CORPORATION

☒ PROFIT

☐ NON-PROFIT

☐ CORPORATE

☐ LIMITED PARTNERSHIP

XXXXX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY

☒ XXXXX PLAIN STAMPED COPY

☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sebreana Randolph

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. WIRELESS PCS, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as 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. DELAWARE 3. 91-1683571
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 5-23-95 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 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. PCS COMMUNICATIONS
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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9. Name and street address of Florida registered agent:

Name: PRENTICE HALL CORPORATION SYSTEM, INC.

Office Address: 1201 HAYS STREET, SUITE 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: Michael Benson, Asst. Secty.
(Registered agent's signature)
Michael Benson

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: PLEASE SEE ATTACHED LIST

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: PLEASE SEE ATTACHED LIST

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. *Lynn Hoeffner Thomsen*
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)

14. LYNN HOFFNER THOMSEN ASST. SECY
(Typed or printed name and capacity of person signing application)

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

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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 Kruser 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 - Chief Financial Officer	Rolla P. Huff	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

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¹ Officer of McCaw Cellular Communications, Inc. only

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Title	Name	Address
Sr. Vice President - Controller	Jeffrey C. Lyman	5400 Carillon Point Kirkland, Washington 98033
Sr. Vice President - Chief Scientist	Robert G. Mechaley, Jr.	5400 Carillon Point Kirkland, Washington 98033
Sr. Vice President - External Affairs and Assistant Secretary	Scott K. Morris	5400 Carillon Point Kirkland, Washington 98033
Sr. Vice President - Cellular Operations	William B. Oberlink	250 So. Australian Ave., 8th Fl. West Palm Beach, Florida 33401
Sr. Vice President - Assistant Secretary	Andrew A. Quartner	1150 Connecticut Ave., 4th Fl 400 Washington, D.C. 20036
Sr. Vice President - Corporate Communications	Robert A. Ratliffe	5400 Carillon Point Kirkland, Washington 98033
Sr. Vice President - Assistant Treasurer	John D. Thompson	5400 Carillon Point Kirkland, Washington 98033
Sr. Vice President - Cellular Operations	Maggie Wilderotter	1750 Howe Avenue, 3rd Fl. Sacramento, California 95825
Vice President - Messaging	Rick C. Applegate	10210 NE Point Drive, Ste 400 Kirkland, Washington 98033
Vice President - Cellular Operations	Calvin J. Cannon	5400 Carillon Point Kirkland, Washington 98033
Vice President - Network Operations	Douglas L. Carter	5400 Carillon Point Kirkland, Washington 98033
Vice President - External Affairs	John F. Donohue	5400 Carillon Point Kirkland, Washington 98033
Vice President - People Development	Mark P. Fanning	5400 Carillon Point Kirkland, Washington 98033
Vice President - Internal Audit	Vahe Gabriel	5400 Carillon Point Kirkland, Washington 98033

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Title	Name	Address
Vice President - and Assistant Secretary	Steven P. Goldman	5400 Carillon Point Kirkland, Washington 98033
Vice President - International Affairs	Brad Horwitz	5400 Carillon Point Kirkland, Washington 98033
Vice President - National Retail Operations	David A. Juliano	222 Delaware Ave., 7th Fl. Wilmington, Delaware 19801
Vice President - Customer Care	Patrick H. Leach	5400 Carillon Point Kirkland, Washington 98033
Vice President - External Affairs	Kurt C. Maass	5400 Carillon Point Kirkland, Washington 98033
Vice President - Marketing	Helen A. Manich	5400 Carillon Point Kirkland, Washington 98033
Vice President - and Assistant Secretary	Jennifer G. Marsh	5400 Carillon Point Kirkland, Washington 98033
Vice President - External Affairs and Assistant Secretary	Cathleen A. Massey	1150 Connecticut Ave., 4th Fl. Washington, D.C. 20036
Vice President - Engineering	Roderick Nelson	5400 Carillon Point Kirkland, Washington 98033
Vice President - External Affairs	Marsha D. Olch	5400 Carillon Point Kirkland, Washington 98033
Vice President - Information Systems	Ingvar J. Petursson	3933 Lk. Washington Blvd. Kirkland, Washington 98033
Vice President - Cellular Operation	Patricia Prozzi	2630 Liberty Commons Pittsburgh, Pennsylvania 15222
Vice President - Marketing	Neve R. Savage	5400 Carillon Point Kirkland, Washington 98033
Vice President - Wireless Data	Kendra A. VanderMeulen	10230 NE Point Drive Kirkland, Washington 98033

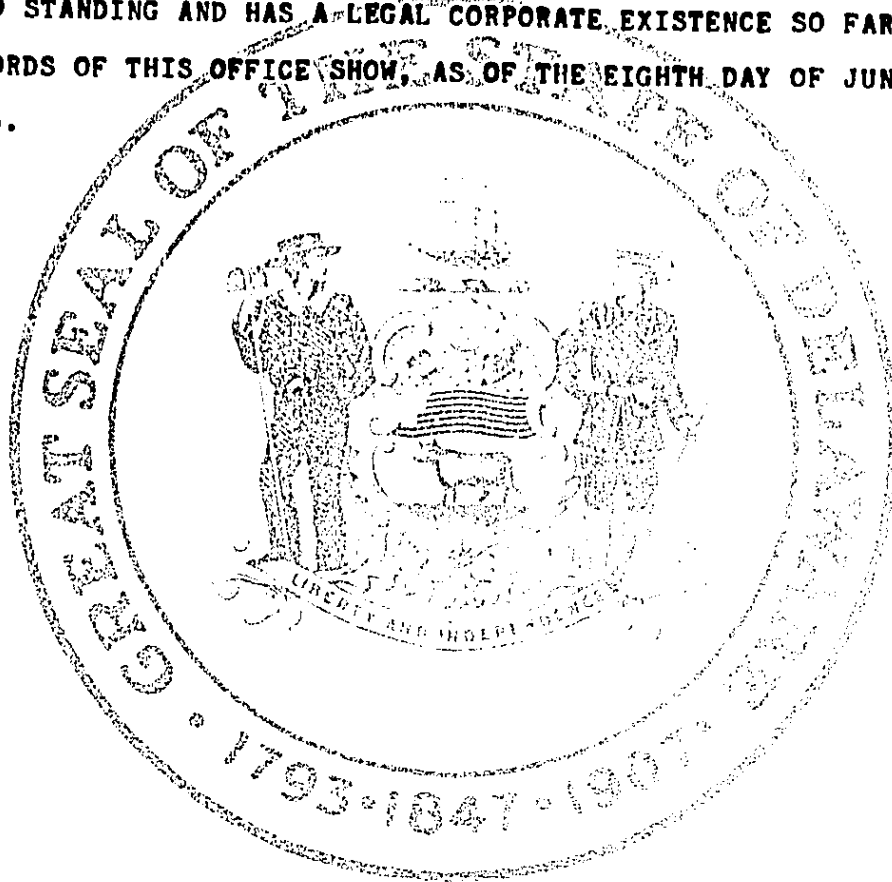
4/17/95

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

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WIRELESS PCS, 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 EIGHTH DAY OF JUNE, A.D. 1995.



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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 7531803

DATE: 06-08-95