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May 15 1997 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997



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

DOCUMENT # F95000005081 (3)  
1. Corporation Name  
AT&T WIRELESS PCS INC.



Principal Place of Business Mailing Address  
412 KEMBLE AVE. ROOM S-246 MORRISTOWN NJ 07962  
412 KEMBLE AVE. ROOM S-246 MORRISTOWN NJ 07962

3. Date Incorporated or Qualified 10/18/1995  
3a. Date of Last Report 04/29/1996

2. Principal Place of Business 2a. Mailing Address  
21 Suite, Apt. #, etc. Room S-287 26 Suite, Apt. #, etc. Room S-287  
22 City & State 27 City & State  
23 Zip Country 28 Zip Country  
24 25 29 30

4. FEI Number 22-3330080 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 has liability for intangible tax under s. 199.032, Florida Statutes Yes No

9. Name and Address of Current Registered Agent  
THE PRENTICE-HALL CORPORATION SYSTEM, INC.  
1201 HAYS STREET  
SUITE 105  
TALLAHASSEE FL 32301

10. Name and Address of New Registered Agent  
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 \_\_\_\_\_ DATE \_\_\_\_\_  
(NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	VS HOKENSON, H J 131 MORRISTOWN ROAD BASKING RIDGE NJ 07920	1.1 TITLE	SEE ATTACHED LIST
NAME		1.2 NAME	
STREET ADDRESS		1.3 STREET ADDRESS	
CITY - ST - ZIP		1.4 CITY - ST - ZIP	
TITLE	V ESTEY, ELMER E 1120 20TH STREET NW WASHINGTON DC 20036-3406	2.1 TITLE	
NAME		2.2 NAME	
STREET ADDRESS		2.3 STREET ADDRESS	
CITY - ST - ZIP		2.4 CITY - ST - ZIP	
TITLE	V BRADY, BETSY J 1120 20TH STREET NW WASHINGTON DC 20036-3406	3.1 TITLE	
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY - ST - ZIP		3.4 CITY - ST - ZIP	
TITLE	V/S SALEMME, GERARD 1120 20TH STREET NW WASHINGTON DC 20036-3406	4.1 TITLE	
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY - ST - ZIP		4.4 CITY - ST - ZIP	
TITLE	AS FEIT, R.S. 131 MORRISTOWN ROAD BASKING RIDGE NJ 07920	5.1 TITLE	
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY - ST - ZIP		5.4 CITY - ST - ZIP	
TITLE	AS DUAH, A.A. 412 KEMBLE AVE. MORRISTOWN NJ 07962	6.1 TITLE	
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY - ST - ZIP		6.4 CITY - ST - ZIP	

14. I do 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.

SIGNATURE: *Andres P. ...* REQUIRED  
DATE: 4/21/97 DAYTIME PHONE: 201-844-1224

CR2E034 (9/96)

**AT&T WIRELESS PCS, INC.**

Election Date 4/15/96 FEIN 22-3330080

**ELECTED CORPORATION OFFICERS AND DIRECTORS**

**TITLE / NAME**

**BUSINESS ADDRESS**

**OFFICERS**

<b>President</b> Dennis J. Carey	295 North Maple Ave. Rm.4426E1 Basking Ridge, NJ 07920
<b>Vice President &amp; Secretary</b> H. John Hokenson	131 Morristown Road Room A2024 Basking Ridge, NJ 07920
<b>Vice-President &amp; Treasurer</b> M.J. Cinali	295 North Maple Ave. Rm.4428D2 Basking Ridge, NJ 07920-1002
<b>Vice President and Assistant Secretary</b> A. Quartner	500 Carillon Point Kirkland, WA 98033
<b>Vice President and Assistant Secretary</b> R.G. (Gerry) Salemme	1120 20th Street NW Suite 1000 Washington DC 20036-3406
<b>Vice-President</b> Betsy Brady	1120 20th Street NW Washington DC 20036-3406
<b>Vice-President</b> Elmer Estey	1120 20th Street NW Washington DC 20036-3406
<b>Assistant Secretary</b> K.R. Cone	5000 Carillon Point Kirkland, WA 98033
<b>Assistant Secretary</b> Manuel Davila	412 Mt. Kemble Avenue Morristown, NJ 07960
<b>Assistant Secretary</b> Antoinette A. Duah	412 Mt. Kemble Avenue Room S287 Morristown, NJ 07960
<b>Assistant Secretary</b> R.S. Feit	131 Morristown Rd. Bldg.A Rm.A2035 Basking Ridge, NJ 07920-1002

**DIRECTORS**

<b>Director</b> Dennis J. Carey	295 North Maple Ave. Rm.4426E1 Basking Ridge, NJ 07920
<b>Director</b> H. John Hokenson	131 Morristown Road Room A2024 Basking Ridge, NJ 07920