

ACCOUNT NO. 0721000000032

REFERENCE 854403

49056

AUTHORIZATION,

COST LIMIT \$ 70.00

ORDER DATE : February 21, 1996

ORDER TIME : 10:40 AM

ORDER NO. : 854403

CUSTOMER NO # 4905A 900001721459

CUSTOMER: Jennifer D. Brenner, Esq Hogan & Hartson L. 1.p.

Columbia Sq., Ath Fl, E. Tower 555 Thirteenth Street, N.w. Washington, DC 20004-1109

FOREIGN FILINGS

MAME:

INTERCEL JACKSONVILLE MTA,

INC.

XXXX_ QUALIFICATION

(TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: - Unassigned - 165

DIVISION OF CORPORATION W2/22



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:

InterCel Jacksonvi	,						
Name of corporation: musibbreviations of like impore partnership if not so co	at include the word "INCOF rt in language as will clearly ntained in the name at pres	IPORATEI Indicate Ient.	D", "COMPA that it is a co	NY", "CORPO Propression in	DRATION" Itead of a	HEB CO	
Delaware		3.	58-210	34957		B 22	
10/25/94	e law of which it is incorpo	rated)	(FEI numbe	r, if applicab	le)	AH	CRPO
(Date of Incorporation Upon approval of	this application.	ouration:	Year corp. w	ill cease to e	xist or "pe	Ziwi	SIATE
Date first transacted busin	ness in Florida. <i>(See section</i>	ns 607.15	501, 607.150	2, and 817.	155, F.S.)		01
1239 O.G. Skinne	r. Drive						
West Point, GA 3	1833						
Any lawful act o General Corporat	(Current mailing address) or activity for which ion law of the State	n corpo	rations m	ay be orga	anized u	nder	the
(Purpose(s) of corporation	n authorized in home state	or countr	y to be carrie	d out in the	state of Fi	orida)	
Name and street ad	dress of Florida regis	tered a	gent:				
Name:	Corporation Service Compa	ıny					
Office Address:	1201 Hays Street						
_	Tallahassee	•		Florida, 32	301		
				_	(Zip Cod	le)	

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.

Corporation Service Company

By: (Registered agent's signature)
Laura R. Dunlap, as Agent

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.

			of officers and/or directors:				
	A.	DIRECTORS	See atteched list.				
		Chairman			<u> </u>		•
		Address:		•		<u> </u>	
			· · · · · · · · · · · · · · · · · · ·				•
		Vice Chai	rman:				
		Address:					
				<u> </u>	··		
		Director:					
		Address:					
		D!		-·· ·			
		Director: Address:					
		. Address:					
	B.	OFFICERS	See attached list.				
		President:					
		Address:					
			·				
		Vice Presid	lent:				
		Address:					
		Secretary:					
		Address:					
							
		Treasurer:		·			
		Address:					•
:.	NOTI direct	E: If necessary, you may ors.	attach an addendum to the a	pplication	listing ac	dition	al officers and/or
	40	1.010	4 1				
-	(S	gnature of Chairman, Vice Cl	lairman or any officer listed in num	ber 12 of the	applicatio	n.	
	14.	FRED G. AST	or, Tr. Secre	tarv			
	***		capacity of person signing application	on)			

InterCel Jacksonville MTA, Inc.

Board

Allen Smith InterCel, Inc. 1239 O. G. Skinner Drive West Point, Georgia 31833

Fred G. Astor, Jr. InterCel, Inc. 1239 O. G. Skinner Drive West Point, Georgia 31833

Officers

CEO/President - Allen Smith InterCel, Inc. 1239 O. G. Skinner Drive West Point, Georgia 31833

Secretary/Treasurer - Fred G. Astor, Jr. InterCel, Inc. 1239 O. G. Skinner Drive West Point, Georgia 31833

Assistant Secretary/Assistant Treasurer - Robert Mills InterCel, Inc. 1239 O. G. Skinner Drive West Point, Georgia 31833

EVP/GM - Walter R. Pettiss InterCel, Inc. 1239 O. G. Skinner Drive West Point, Georgia 31833 96 FER 22 AN II. 27

State of Delaware Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY 'INTERCEL JACKSONVILLE MTA, INC.' IS

DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND THE GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR

THE RECORDS OF THIS OFFICE SHOW, AS OF THE IMENTY-FIRST DAY OF SECONDS OF THE STATE OF THE IMENTY-FIRST DAY OF SECONDS.



dward J. Freel, Secretary of State

AUTHENTICATION:

7834576

DATE:

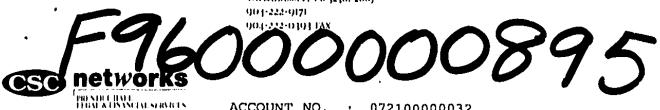
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2447029 8300

960049420

1201 HAYS STREET TATLAHASSEL, FL 32301-2007

800-342-8086



ACCOUNT NO. : 072100000032

REFERENCE : 021597

5030608

AUTHORIZATION :

COST LIMIT : \$ 35.00

ORDER DATE : July 16, 1996

ORDER TIME : 11:56 AM

ORDER NO. : 021597

- 8000001912928

CUSTOMER NO:

5030608

CUSTOMER: Ms. Lorrie Turner

Intercel, Inc.

1233 O.g. Skinner Drive

West Point, GA 31833

FOREIGN FILINGS

NAME:

INTERCEL JACKSONVILLE MTA, INC

XX PROFIT

_ NON-PROFIT

XX CORPORATE

__ LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

XX PLAIN STAMPED COPY

_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: DANNY SMITH



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

August 6, 1996

CSC NETWORKS DANNY TALLAHASSEE, FL RESUBMIT

Please give original submission date as file date.

SUBJECT: INTERCEL JACKSONVILLE MTA, INC.

Ref. Number: F96000000895

We have received your document for INTERCEL JACKSONVILLE MTA, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

The records of this office show the date the above named entity was authorized to transact business in Florida was February 22, 1996 --- please correct the date in number three of the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6957.

Joy Moon-French Corporate Specialist

Letter Number: 096A00037365

PROFIT CORPORATION

APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

1. INTERCEL JACKSONVILLE MTA, INC Name of corporation as it appears o	SECTION I (1-3 must be completed) In the records of the Department of State.	SS AUS -5 Fn 2: 21 SECRETAGY OF STATE ALLAHASSEE FLORIDA
2. DELAWARE Incorporated under the laws of	3. 2/22/96 Date authorized to do business	
(4-7 can	SECTION II	
4. If the amendment changes the pan	ne of the corporation, when was the cha	anna affactad
under the laws of its jurisdiction of		nge enectea
5. POWERTEL/JACKSONVILLE, INC.	t, adding suffix "corporation", "company" or "	
appropriate abbreviation, if not contained	in new name of the corporation.	incorporated," or
6. If the amendment changes the period	ed of duration, indicate new period of du	ration.
NO CHANGE		
New Duration		
7. If the amendment changes the juriso	diction of incorporation, indicate new juri	sdiction.
NO CHANGE		
New Jurisdiction		
Million	July 22, 1996	
Signature	Date	
Allen E. Smith	President	
Typed or printed name	Title	

Office of the Secretary of State

I. COMARD J. FRETE. SECRETARY OF STATE OF THE STATE OF DELAMARE, DO HEREBY CERTIFY THAT THE SAID "INTERCEL JACKSONVILLE MIA. INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "FOWERIEL JACKSONVILLE, INC.", THE SEVENTHENTH DAY OF JULY, A.D. 1996, AT 9 O'CLOCK A.M.

OND 1 DO HEREBY FURTHER CERTIFY THAT THE AFORESAID

CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF

DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE

EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE

RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT

RUSINESS.



Edward J. Freel. Secretary of State

AUTHENTICATION:

8053535

960226234

0447029 8320

DATE:

08-02-96