



June 2, 1998

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-06/08/98--01136--001
*****35.00 *****35.00

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

To Whom It May Concern:

Enclosed are the Articles of Dissolution for Radio Movil Digital Americas, Inc. ("RMD") along with a check for our \$35 filing fee. Our file number is #F96000001134.

RMD was acquired by International Wireless Communications, Inc. ("IWC") on January 23, 1998 and has been relocated to IWC's headquarters in San Mateo, California. Subsequent to January 23rd of this year, RMD no longer conducts business in the State of Florida.

Please feel free to contact me if you have any questions. My direct line is (650) 685-2124. My direct fax line is (650) 685-3124. Thank you very much.

Sincerely,

Victor Levashoff

Victor Levashoff
Assistant Controller

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JUL -8 PM 1:07

APPROVED
AND
FILED

F96000001134
304
308
TF With
7-8-98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 15, 1998

VICTOR LEVASHOFF
400 S. EL CAMINO REAL
SUITE 1275
SAN MATEO, CA 94402

SUBJECT: RADIO MOVIL DIGITAL AMERICAS, INC.
Ref. Number: F96000001134

We have received your document for RADIO MOVIL DIGITAL AMERICAS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A foreign corporation authorized to transact business or conduct its affairs in Florida may withdraw its authority by completing the enclosed withdrawal application and submitting the appropriate fee.

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 (850) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 598A00033242

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS
IN FLORIDA**

Radio Movil Digital Americas, Inc.
(Name of Corporation)

Delaware
(Incorporated Under Laws Of)

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

400 South El Camino Real, Suite 1275
(Mailing Address)

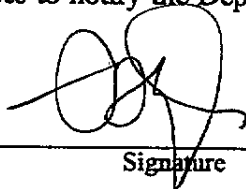
San Mateo, CA 94402
(City/ State /Zip)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JUL 18 PM 1:07

APPROVED
AND
FILED

The corporation agrees to notify the Department of State in the future of any change in its mailing address.



Signature

CFO & VP, Controller

Title

Keith D. Taylor
Typed or printed name

June 29, 1998
Date