

1201 HAYS STREET  
TALLAHASSEE, FL 32301-2607

800-342-8086

**CSC networks**  
PRIORITY MAIL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO.

REFERENCE

AUTHORIZATION

COST LIMIT : \$ 70.00

ORDER DATE : June 14, 1996

ORDER TIME : 9:52 AM

ORDER NO. : 988961

CUSTOMER NO: 4815236

400001863834

CUSTOMER: Ms. Monica Kramer  
At&t Wireless Services, Inc.  
5000 Carillon Point

Kirkland, WA 98033-7397

FOREIGN FILINGS

NAME: UNIVERSAL WIRELESS  
COMMUNICATIONS NETWORK, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

**FILED**  
96 JUN 17 PM 12:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FD-1000 (Rev. 10-1-80)

**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. Universal Wireless Communications Network, 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. Nevada 3. 91-1705516  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12/17/95 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification in Florida  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. 5000 Carillon Point  
Kirkland, WA 98033  
(Current mailing address)

8. To become reseller for AT&T Wireless Services  
(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: 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: Robyn Repass Robyn Repass, Asst. Secretary  
(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: Steven W. Hooper

Address: 5000 Carillon Point  
Kirkland, WA 98033

Vice Chairman: Wayne M. Perry

Address: Same as above

Director: Andrew A. Quartner

Address: same as above

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS

President: Steven W. Hooper

Address: same as above

Vice President: Mark U. Thomas

Address: same as above

Secretary: Wayne M. Perry

Address: same as above

Treasurer: Rolla Huff

Address: same as above

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TALLAHASSEE, FLORIDA

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

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

14. Mark U. Thomas  
(Typed or printed name and capacity of person signing application)

# **OFFICERS OF SOUTHEAST REGIONAL SUBSIDIARIES**

President/Chief Executive Officer	Steven W. Hooper	5000 Carillon Point Kirkland, WA 98033
Executive Vice President - International Affairs	Mark R. Hamilton	5000 Carillon Point Kirkland, WA 98033
Executive Vice President - National Operations	Maggie Wilderotter	5000 Carillon Point Kirkland, WA 98033
Sr. Vice President - Acquisitions & Development/Asst. Secretary	Scott I. Anderson	5000 Carillon Point Kirkland, WA 98033
Sr. Vice President - Cellular Operations Western Region	Richard Begert	10210 NE Points Dr., Ste 400 Kirkland, WA 98033
Sr. Vice President - Messaging	Robert P. Croft	110 - 110th Avenue NE Bellevue, WA 98004
Sr. Vice President - Cellular Operations Southeast Region	William B. Oberlink	250 So. Australian Ave., 8th Flr. West Palm Beach, Florida 33401
Sr. Vice President - Cellular Operations Northeast Region	Dennis O'Connell	15 East Midland Avenue Paramus, NJ 07652
Sr. Vice President/Chief Financial Officer/Treasurer	Rolla P. Huff	5000 Carillon Point Kirkland, WA 98033
Sr. Vice President/General Counsel	Gregory P. Landis	5000 Carillon Point Kirkland, WA 98033
Sr. Vice President - People Development	Kerry B. Larson	5000 Carillon Point Kirkland, WA 98033
Sr. Vice President - Finance	Jeffrey C. Lyman	5000 Carillon Point Kirkland, WA 98033
Sr. Vice President - Cellular Operations Central Region	William Malloy	2630 Liberty Avenue Liberty Commons Pittsburgh, PA 15222-1657
Vice President - Controller	Timothy L. McLaughlin	5000 Carillon Point Kirkland, WA 98033

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# **OFFICERS OF SOUTHEAST REGIONAL SUBSIDIARIES**

Vice President - Controller	Timothy L. McLaughlin	5000 Carillon Point Kirkland, WA 98033
Sr. Vice President - Chief Scientist	Robert G. Mechaley, Jr.	14520 Northeast 87th Street Redmond, WA 98052
Sr. Vice President - External Affairs/Asst. Secretary	Scott K. Morris	5000 Carillon Point Kirkland, WA 98033
Sr. Vice President/ Asst. Secretary	Andrew A. Quartner	1150 Connecticut Ave., 4th Flr Washington, D.C. 20036
Sr. Vice President/ Asst. Treasurer	John D. Thompson	5000 Carillon Point Kirkland, WA 98033
Sr. Vice President - Cellular Operations Southwest Region	Daniel Yost	5757 Alpha Road, Ste 1000 Dallas, TX 75240
Vice President - Chief Counsel Employment	Deborah Allard	5000 Carillon Point Kirkland, WA 98033
Vice President - Messaging	Rick C. Applegate	110 - 110th Avenue NE Bellevue, WA 98004
Vice President - Network Services	Gene Beall	5000 Carillon Point Kirkland, WA 98033
Vice President	Mark D. Bradner	5000 Carillon Point Kirkland, WA 98033
Vice President - External Affairs/Asst. Secretary	Douglas I. Brandon	1150 Connecticut Ave. Washington, D.C. 20036
Vice President - Network Operations	Douglas L. Carter	5000 Carillon Point Kirkland, WA 98033
Vice President	John Casamassina	250 South Australian Ave. West Palm Beach, FL 33401
Vice President/CFO - Southeast Region	Brent Crippen	250 South Australian Ave. West Palm Beach, FL 33401
Vice President - International Affairs	John F. Donohue, Jr.	5000 Carillon Point Kirkland, WA 98033

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TALLAHASSEE, FLORIDA

# **OFFICERS OF SOUTHEAST REGIONAL SUBSIDIARIES**

Vice President	Emilio Echave	250 South Australian Ave. West Palm Beach, FL 33401
Vice President - People Development	Mark P. Panning	5000 Carillon Point Kirkland, WA 98033
Vice President - Law/Asst. Secretary	Steven P. Goldman	5000 Carillon Point Kirkland, WA 98033
Vice President - Acquisitions, Development and International/ Asst. Secretary	William W. Hague	5000 Carillon Point Kirkland, WA 98033
Vice President- Chief Counsel Technology / Asst. Secretary	Cynthia M. Hayward	5000 Carillon Point Kirkland, WA 98033
Vice President - General Counsel/ Asst. Secretary Southeast Region	William H. Higgins	250 South Australian Ave. West Palm Beach, FL 33401
Vice President- Offer Management	Sharon Jenkins	5000 Carillon Point Kirkland, WA 98033
Vice President - National Retail Ops.	David A. Juliano	222 Delaware Ave., 7th Flr Wilmington, DE 19801
Vice President - External Affairs	Kurt C. Maass	5000 Carillon Point Kirkland, WA 98033
Vice President - Law/ Asst. Secretary	Jennifer G. Marsh	5000 Carillon Point Kirkland, WA 98033
Vice President - External Affairs/ Asst. Secretary	Cathleen A. Massey	1150 Connecticut Avenue, N.W. Washington, D.C. 20036
Vice President - Engineering	Roderick Nelson	5000 Carillon Point Kirkland, WA 98033
Vice President - External Affairs	Marsha D. Olch	5000 Carillon Point Kirkland, WA 98033
Vice President - Integration Management	Patricia Prozzi	2630 Liberty Avenue Liberty Commons Pittsburgh, PA 15222-4657
Vice President - PCS	Jordan Roderick	5000 Carillon Point Kirkland, WA 98033

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# **OFFICERS OF SOUTHEAST REGIONAL SUBSIDIARIES**

Vice President - Marketing	Neve R. Savage	5000 Carillon Point Kirkland, WA 98033
Vice President	John Shoji	5000 Carillon Point Kirkland, WA 98033
Vice President - Chief Marketing Counsel	Byron Springer	5000 Carillon Point Kirkland, WA 98033
Vice President - Tax/ Asst. Treasurer	Mark U. Thomas	5000 Carillon Point Kirkland, WA 98033
Vice President - Wireless Data	Kendra Vandermeulen	10230 NE Points Drive Kirkland, WA 98033
Vice President - International	Michael Verstegen	5000 Carillon Point Kirkland, WA 98033
Vice President - National Accounts	Garry L. Welch	14520 NE 87th Street Redmond, WA 98052
Vice President - Communications	Todd Wolfenbarger	5000 Carillon Point Kirkland, WA 98033
Asst. Vice President - Accounting	Julie A. Taylor	5000 Carillon Point Kirkland, WA 98033
Secretary	Wayne M. Perry	5000 Carillon Point Kirkland, WA 98033
Asst. Secretary	Candy A. Castle	5000 Carillon Point Kirkland, WA 98033
Asst. Secretary	Stephanie Girias	5000 Carillon Point Kirkland, WA 98033
Asst. Secretary	J. Walter Hyer, III	10210 NE Points Drive Kirkland, WA 98033
Asst. Secretary	Diane McMahan	5000 Carillon Point Kirkland, WA 98033
Asst. Secretary	Jill Mounsey	5000 Carillon Point Kirkland, WA 98033
Asst. Secretary	Carrie L. Schnelker	10230 NE Points Drive Kirkland, WA 98033

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FLORIDA

**OFFICERS OF  
SOUTHEAST REGIONAL SUBSIDIARIES**

Asst. Secretary

Karen Shlnevar

15 East Midland Avenue  
Paramus, NJ 07652

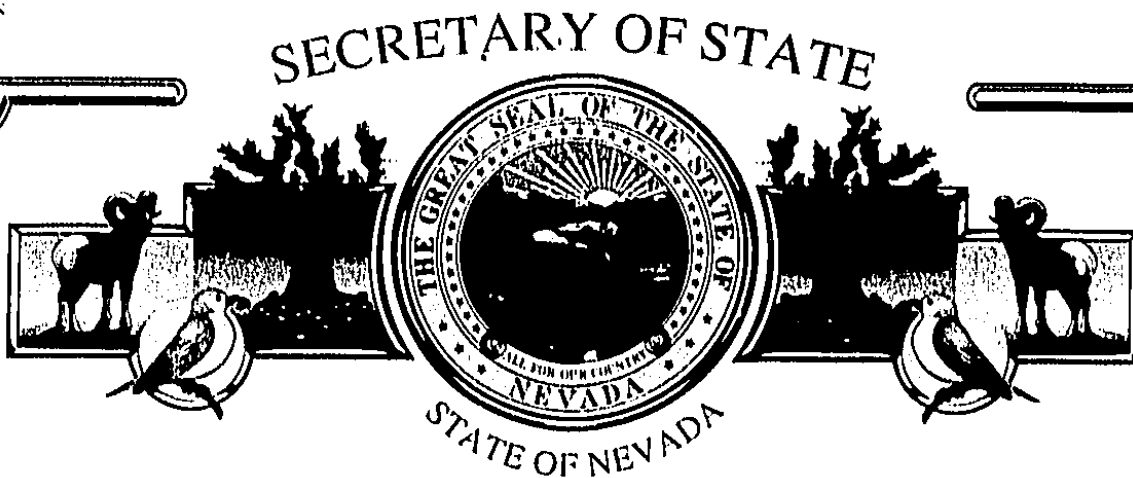
Asst. Secretary

Elizabeth L. Wallin

5757 Alpha Rd., Ste 1000  
Dallas, TX 75240

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96 JUN 17 PM 12:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA





## CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited liability companies, limited partnership, and limited liability partnerships pursuant to Title 7 of the Nevada Revised Statutes; and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **UNIVERSAL WIRELESS COMMUNICATIONS NETWORK, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since December 7, 1995, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand  
and affixed the Great Seal of State, at my office, in  
Carson City, Nevada, on June 13, 1996.



*Dean Heller*

Secretary of State

By

*Christine*

Certification Clerk

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96 JUN 17 PM 12:37  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## AUTHORIZATION

**COST LIMIT : \$ 35.00**

name: \_\_\_\_\_  
 Cause: \_\_\_\_\_  
 Amend: \_\_\_\_\_  
 300002216163--2

ORDER NO. : 428807-005

CUSTOMER NO: 4815236

CUSTOMER: Ms. Margaret Johnson  
At&t Wireless Services, Inc.  
5000 Carillon Point

Kirkland, WA 98033-7397

## FOREIGN FILINGS

NAME: UNIVERSAL WIRELESS  
COMMUNICATIONS NETWORK, INC.

XX PROFIT  
NON-PROFIT

XX \_\_\_\_\_ CORPORATE  
LIMITED PARTNERSHIP

**XXXX AMENDMENT**

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

**CONTACT PERSON:** Susana Romagosa

RECEIVED  
97 JUN 18 PM 12:47  
DIVISION OF CORPORATION  
SHIP

6/19/97  
FOLLOWING AS PROOF OF BILL  
COPY  
ED COPY  
OF GOOD STANDING  
sana Romagosa  
ACRONIC  
W.P. Verlyer

## 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.)

FILED  
97 JUN 18 AM 9:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#### SECTION I


(1-3 must be completed)

1. Universal Wireless Communications Network, Inc.  
Name of corporation as it appears on the records of the Department of State.
2. Nevada  
Incorporated under the laws of
3. June 17, 1996  
Date authorized to do business in Florida

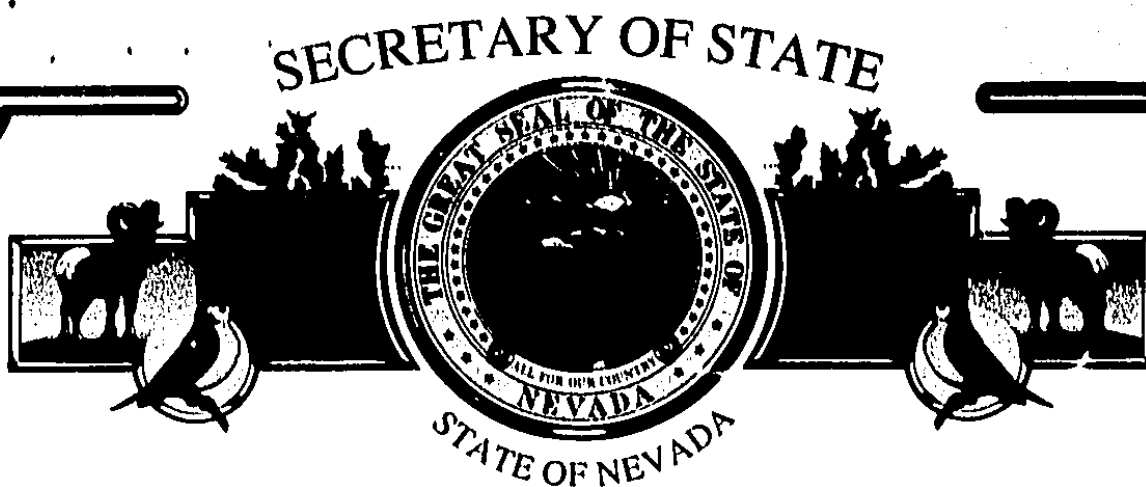
#### SECTION II

(4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? February 14, 1997
5. AT&T Intelligent Network Services, Inc.  
Name of corporation after the amendment, adding suffix "corporation", "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.  
No change  
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.  
No change  
New Jurisdiction

  
\_\_\_\_\_  
Signature  
Diane McMahon  
\_\_\_\_\_  
Typed or printed name

May 20, 1997  
\_\_\_\_\_  
Date  
Assistant Secretary  
\_\_\_\_\_  
Title



## CERTIFICATE OF NAME CHANGE

I, DEAN HELLER, the duly qualified and elected Nevada Secretary of State, do hereby certify that on December 6, 1991 a Certificate of Amendment to its Articles of Incorporation changing the name to **AT&T INTELLIGENT NETWORK SERVICES, INC.** was filed in this office by **UNIVERSAL WIRELESS COMMUNICATIONS NETWORK, INC.** Said change of name has been made in accordance with the laws of the State of Nevada and that said Certificate of Amendment is now on file and of record in this office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on June 16, 1997.



*Dean Heller*

Secretary of State

By

*Rick Jovan*

Certification Clerk