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Requestor's Name			
660 East Jefferson Street			
Address			
Tallahassee, Florida 32301			
City	State	Zip	Phone

500001863905
-06/17/96--01048--021
*****70.00 *****70.00

CORPORATION(S) NAME

Modestar Towers Central, Inc

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit		
<input type="checkbox"/> Limited Liability Company	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
<input checked="" type="checkbox"/> Foreign		
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of R.A.
<input type="checkbox"/> Limited Liability Partnership		<input type="checkbox"/> Fictitious Name
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call if Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

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CR2E031 (1-89)

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
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:*

1. LODESTAR TOWERS CENTRAL, INC.
(Name of corporation: must include the work "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. 65-0605733
(State or country under the law which it is incorporated) (FEI number, if applicable)
4. AUGUST 8, 1995 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist of "perpetual")
6. MAY 1st, 1996
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.156, F.S.))
7. 630 U.S. HIGHWAY # 1, SUITE 403
NORTH PALM BEACH, FLORIDA 33408
(Current mailing address)
8. MANAGEMENT OF COMMUNICATIONS TOWER SITES
(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: CT CORPORATION SYSTEM

Office Address: c/o CT Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip Code)
10. Registered agent 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.

CT CORPORATION SYSTEM

Margaret Bertosen

(Registered agent's signature) (Officer)

MARGARET BERTOSEN
ASSISTANT SECRETARY

(Type Name and Title of Officer)

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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: SEE ATTACHED LIST

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

B. OFFICERS

President: SEE ATTACHED LIST

Address: _____

Vice President: _____

Address: _____

Secretary: _____


Address: _____

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Treasurer: _____

Address: _____

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

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

14. Thomas F. Byrne - Secretary
(Typed or printed name and capacity of person signing application)

LODESTAR TOWERS CENTRAL, INC.

DIRECTORS

<u>Name</u>	<u>Business Address</u>
Byrne, Thomas F.	8 King Street East Suite 1600 Toronto, Ontario CANADA M5C 1B5
Dickle, Paul A.	514 Chartwell Road Box 880 Oakville, Ontario CANADA L6J 5C5
Gibbs, Ronald L.	430 U.S. Highway #1 Suite 403 North Palm Beach, Florida 33480 U.S.A.
Patton, George E.	514 Chartwell Road Box 880 Oakville, Ontario CANADA L6J 5C5
Wilson, G. James	650 South Taylor Avenue Louisville, Colorado 80027 U.S.A.

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OFFICERS:

<u>Name</u>	<u>Title</u>	<u>Address</u>
G. James Wilson	Chairman	As above
Ronald L. Gibbs	President	As above
Paul A. Dickle	Vice President	As above
George E. Patton	Vice President	As above
Thomas F. Byrne	Secretary	As above

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LODESTAR TOWERS CENTRAL, 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 THIRTEENTH DAY OF JUNE, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

2531053 8300

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AUTHENTICATION:

DATE:

7983886

06-13-96