



PRESTIGE HALL
LEGAL & FINANCIAL SERVICES

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JACKSONVILLE, FL 32209-2607

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RECEIVED
96 AUG 15 AM 9:58
DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032
REFERENCE : 051701 4326340
AUTHORIZATION : Patricia Pyzdek
COST LIMIT : \$ 70.00

ORDER DATE : August 13, 1996

ORDER TIME : 9:10 AM

ORDER NO. : 051701

CUSTOMER NO: 4326340

CUSTOMER: Lorretta Tobin, Esq
Brown, Nietert & Kaufman
1920 "n" Street, N.W.
Suite 660
Washington, DC 20036

FOREIGN FILINGS

NAME: GLOBAL CELLULAR
COMMUNICATIONS, 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: Debbie Skipper

FILED
96 AUG 15 AM 10:30
SECRETARY OF STATE
DIVISION OF CORPORATIONS

W2
8/15

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. Global Cellular Communications, 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. Delaware

(State or country under the law of which it is incorporated)

3. 52-1678651

(FEI number, if applicable)

4. February 26, 1990

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification

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

7. 8505 Fenway Road

Bethesda, Maryland 20817

(Current mailing address)

8.

To construct and operate a land mobile communications system.

(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: Corporation Service Company

Office Address: 1201 Hays Street

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.

Corporation Service Company

By: Anthony L. Johnson, Asst., Sec.

(Registered agent's signature)

Anthony L. Johnson, Asst., Sec.

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.

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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Richard L. Brown

Address: 5077 Lowell Street, N.W.
Washington, D.C. 20016

Director: Gus Wirth, Jr.

Address: 10254 N. Enterprise Dr., Box 699
Mequon, WI 53092

B. OFFICERS

President: Richard L. Brown

Address: 5077 Lowell Street, N.W.
Washington, D.C. 20016

Vice President: Robyn G. Nietert

Address: 8505 Fenway Road
Bethesda, Maryland 20817

Secretary: David J. Kaufman

Address: 5413 Trent Street
Chevy Chase, Maryland 20815

Treasurer: Gus Wirth, Jr.

Address: 10254 N. Enterprise Dr., Box 699
Mequon, WI 53092

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

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

14. Richard L. Brown, President
(Typed or printed name and capacity of person signing application)

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State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GLOBAL CELLULAR COMMUNICATIONS, 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 AUGUST, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 15 AM 10:30



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A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION: 8065921

DATE: 08-13-96