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**CSC networks**  
PRENTICE HALL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 145808 4816118

AUTHORIZATION :

*Patricia Pyzdek*

COST LIMIT : \$ 70.00

ORDER DATE : November 6, 1996

ORDER TIME : 10:48 AM

ORDER NO. : 145808-005

CUSTOMER NO: 4816118

300001999373--8

CUSTOMER: Ms. Denise Thompson  
Hogan & Hartson  
555 13th Street, N.W.  
12th Floor  
Washington, DC 20004

FOREIGN FILINGS

NAME: PALMER PCS CO.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Juan E Jones

2/11  
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DIVISION OF CORPORATIONS  
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96 NOV -7 PM 12:19  
DIVISION OF CORPORATIONS

**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. Palmer PCS Co.  
(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 3. applied for  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. June 6, 1995 5. Perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon acceptance of this application  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 12800 University Blvd., Suite 500  
Fort Myers, Florida 33907-5333  
(Current mailing address)
8. To own and operate personal communications services (PCS)  
telecommunications systems.  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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**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: Laura R. Dunlap Laura R. Dunlap  
(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

SEE EXHIBIT A ATTACHED HERETO

Chairman: \_\_\_\_\_

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

Vice Chairman: \_\_\_\_\_

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

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

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

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

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

B. OFFICERS

SEE EXHIBIT B ATTACHED HERETO

President: \_\_\_\_\_

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

Vice President: \_\_\_\_\_

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

Secretary: \_\_\_\_\_

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

Treasurer: \_\_\_\_\_

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

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

13.

K. Patrick Meehan  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)

14.

K. Patrick Meehan, Vice President and Secretary  
(Typed or printed name and capacity of person signing application)

**EXHIBIT A**

**Bonnie P. McCloskey  
12800 University Blvd., Suite 500  
Ft. Myers, Florida 33907-5333**

**Vickie A. Palmer  
12800 University Blvd., Suite 500  
Ft. Myers, Florida 33907-5333**

**Jenny W. Sutton  
12800 University Blvd., Suite 500  
Ft. Myers, Florida 33907-5333**

**William J. Ryan  
12800 University Blvd., Suite 500  
Ft. Myers, Florida 33907-5333**

**Robert G. Engelhardt  
12800 University Blvd., Suite 500  
Ft. Myers, Florida 33907-5333**

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**EXHIBIT B**

**William J. Ryan  
President and Chief Operating Officer  
12800 University Blvd., Suite 500  
Ft. Myers, Florida 33907-5333**

**Robert G. Engelhardt  
Executive Vice President  
12800 University Blvd., Suite 500  
Ft. Myers, Florida 33907-5333**

**M. Wayne Wisehart  
Vice President and Treasurer  
12800 University Blvd., Suite 500  
Ft. Myers, Florida 33907-5333**

**Leon J. Hensen  
Vice President  
12800 University Blvd., Suite 500  
Ft. Myers, Florida 33907-5333**

**K. Patrick Meehan  
Vice President and Secretary  
12800 University Blvd., Suite 500  
Ft. Myers, Florida 33907-5333**

**Office of the Secretary of State**

I EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY "PALMER PCS CO." 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 SIXTH DAY OF NOVEMBER, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "PALMER PCS CO." WAS INCORPORATED ON THE SIXTH DAY OF JUNE, A.D. 1995.

AND I 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 BUSINESS.

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*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION:

8179854

DATE:

11-06-96