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March 19, 1997

MAILING ADDRESS:
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*ALSO ADMITTED IN TENNESSEE

Florida Secretary of State
Amendment Section
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

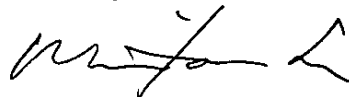
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Dear Sir/Madam:

Enclosed please find two copies of an Application for Amended Certificate of Authority along with a check for the required filing fee. If you would, please stamp the extra copy and return to us in the enclosed overnight mailer.

If you have any questions, please feel free to call me.

Sincerely,



Winston Lee

FILED
97 APR 25 PM 1:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WL:cp

Enclosures

Name Change
LFS
5-2-97

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April 21, 1997

Louise Jackson/Velma Shepherd
Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Louise/Velma:

Enclosed herein is the certificate you need in order to complete the name change for the corporation formerly known as Tri-States Management Company, Inc. 130. As indicated, the new name is DiGiPH PCS, Inc. I apologize for all of the inconveniences caused in this matter but sincerely appreciate your kind and frequent assistance. If you have any questions, please do not hesitate to call me.

Sincerely,



R. Winston Lee

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that the domestic corporation records on file in this office disclose that Tri-States Management Company, Inc. 130 incorporated in Baldwin County, Foley, Alabama on June 6, 1995; that on March 4, 1997 the name Tri-States Management Company, Inc. 130 was changed to DiGiPH PCS, Inc. I further certify that the records do not disclose that said DiGiPH PCS, Inc. has been dissolved.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

03/24/97

Date

Jim Bennett

Jim Bennett

Secretary of State

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97 APR 25 PM 1:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

President & CEO

Title