

F98000004470



ACCOUNT NO. : 072100000032

REFERENCE : 916781 7113206

AUTHORIZATION

COST LIMIT : \$ 70.00

*Patricia Pizut*

ORDER DATE : August 5, 1998

ORDER TIME : 11:21 AM

ORDER NO. : 916781-030

CUSTOMER NO: 7113206

300002609493--5

CUSTOMER: Ried R. Zulager, Legal Asst  
Nextel Communications, Inc.  
1505 Farm Credit Drive

Mc Lean, VA 22102

FOREIGN FILINGS

NAME: UNRESTRICTED SUBSCRIBER  
EQUIPMENT LEASING COMPANY,  
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: Jeanine Reynolds

FILED  
98 AUG -6 PM 1:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*8/6/98*

RECEIVED  
98 AUG -6 PM 12:36  
DIVISION OF CORPORATION

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION  
TO 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. Unrestricted Subscriber Equipment Leasing Company, 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. 54-1895294  
(FEI number, if applicable)
4. April 3, 1998  
(Date of Incorporation)
5. perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. anticipated to commence September 1998  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 1505 Farm Credit Drive, McLean, VA 22102

(Current mailing address)

8. business administration - leasing  
(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:** (P.O. Box or Mail Drop Box acceptable)

Name: Corporation Service Company

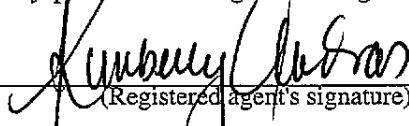
Office Address: 1201 Hays Street

Tallahassee

Florida  
(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.*

  
(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.

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TALLAHASSEE, FLORIDA

32301

1-1-98

12. Names and addresses of officers and/or directors: (Street address ~~ONLY~~- P. O. Box NOT acceptable)

**A. DIRECTORS (Street address only- P. O. Box NOT acceptable)**

Chairman: See attached officers/directors rider

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

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

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

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

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

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

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

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

**B. OFFICERS (Street address only- P. O. Box NOT acceptable)**

President: See attached officers/directors rider

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

14. RIED R ZULAGER, SECRETARY  
(Typed or printed name and capacity of person signing application)

UNRESTRICTED SUBSCRIBER EQUIPMENT LEASING COMPANY, INC.

Officer & Director List (June 15, 1998)

Officers:

Morgan E. O'Brien	President
Steve M. Shindler	Vice President and Chief Financial Officer
Thomas J. Sidman	Vice President
Gary D. Begeman	Vice President
Deanne Campbell	Vice President
William G. Arendt	Vice President
Thomas D. Hickey	Assistant Secretary
Michael R. Carper	Assistant Secretary
Ried R. Zulager	Secretary
A.J. Long	Vice President and Treasurer
Edward Davis	Assistant Treasurer

Directors:

Morgan E. O'Brien  
Thomas J. Sidman  
Gary D. Begeman

All officers and directors can be contacted at the following address:

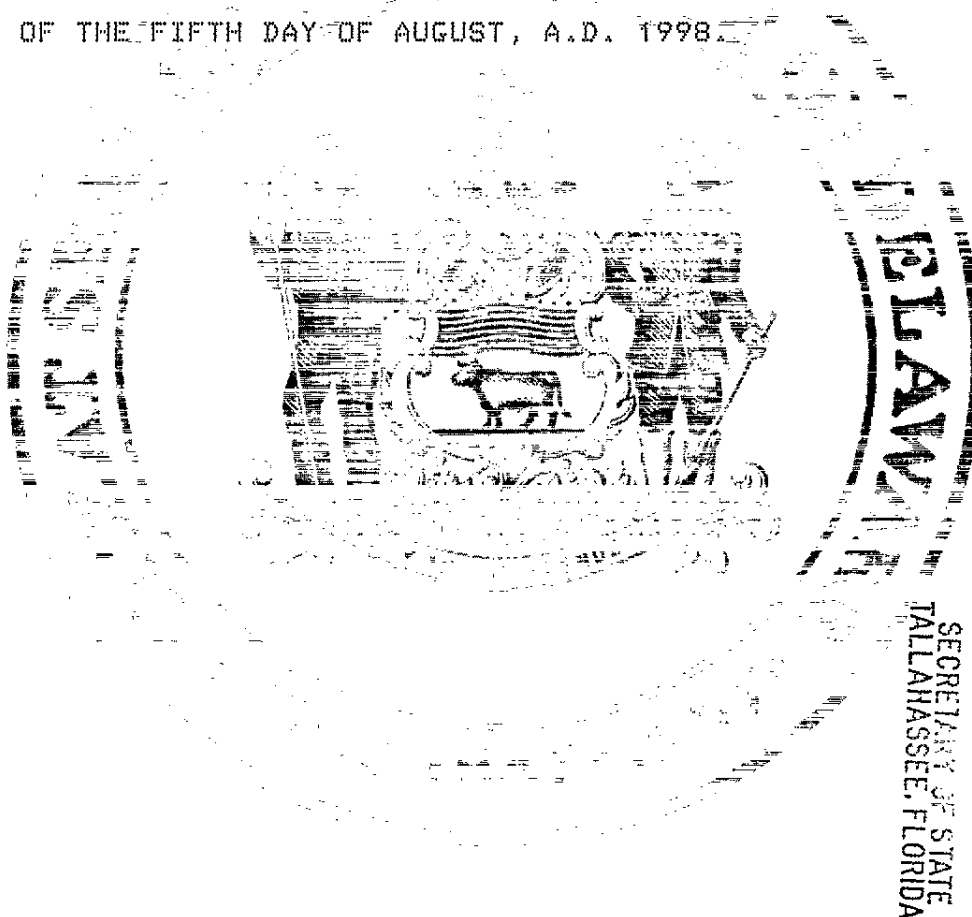
Unrestricted Subscriber Equipment Leasing Company, Inc.  
1505 Farm Credit Dr.  
McLean, VA 22102

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TALLAHASSEE, FLORIDA

*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 "UNRESTRICTED SUBSCRIBER EQUIPMENT LEASING COMPANY, 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 FIFTH DAY OF AUGUST, A.D. 1998.



FILED

98 AUG - 6 PM 1:48

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



*Edward J. Freel*

Edward J. Freel, Secretary of State

2880571 8300

AUTHENTICATION:

9236257

981305917

DATE:

08-05-98