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TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

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-09/23/98--01088--001
*****70.00 *****70.00

SUBJECT: U.S. MOBILE SERVICES, INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

ROBERT L. CLEVELAND
(Name of Person)

U.S. MOBILE SERVICES INC.
(Firm/Company)

10810 GUILFORD ROAD STE 101-102
(Address)

ANNAPOLIS JUNCTION, MD, 20701
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

ROBERT L. CLEVELAND
(Name of Person)

at (301) 604-0700
(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 23 AM 9:07
9/24

**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. U. S. MOBILE SERVICES, 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. 52-1959420
(FEI number, if applicable)
4. NOVEMBER 21, 1995
(Date of Incorporation)
5. PERPETUM
(Duration: Year corp. will cease to exist or "perpetual")
6. SEPTEMBER 1, 1998
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 10810 GUILFORD ROAD SUITE 101-102
ANNAPOLIS JUNCTION, MD 20701
(Current mailing address)
8. TELECOMMUNICATIONS RESELLER
(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 NOT acceptable)

Name: NRAI SERVICES INC.

Office Address: 526 E. PARK AVE

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.

Shirley Buchtmann
(Registered agent's signature) *ast. 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: (Street address **ONLY**- P. O. Box **NOT** acceptable)

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

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: ROBERT L. CLEVELAND

Address: 336 BROADVIEW LANE

ANNAPOLIS MD 21401

Vice President: JAY P. WATT

Address: 4994 DORSET HALL DRIVE A-1

ELLICOTT CITY, MD 21042

~~CHAIRMAN + CEO~~
~~Secretary:~~ BRIAN A. MCCORMICK

Address: 4917 E. CHALK POINT RD.

WEST RIVER, MD 20718

Treasurer: _____

Address: _____

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

13. 

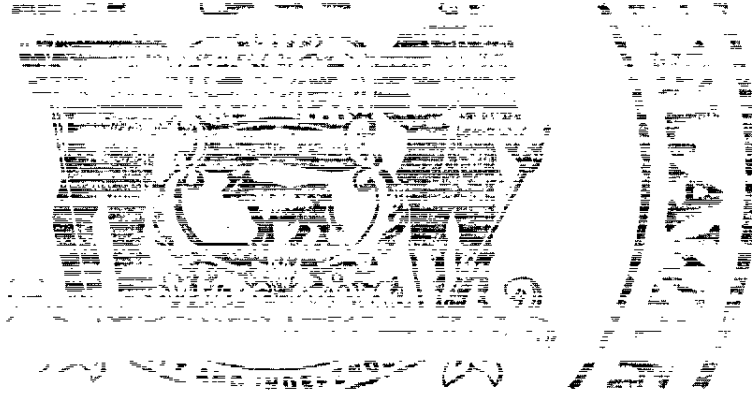
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. ROBERT L. CLEVELAND, PRESIDENT

(Typed or printed name and capacity of person signing application)


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 "U.S. MOBILE SERVICES, 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 TWELFTH DAY OF AUGUST, A.D. 1998.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 23 AM 9:07




Edward J. Freel, Secretary of State

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AUTHENTICATION: 9248718

DATE: 08-12-98