

F980000005531

Document Number Only

C T Corporation System
Requestor's Name
660 East Jefferson Street
Address
Tallahassee, FL 32301
City State Zip Phone

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CORPORATION(S) NAME

Apex Site Management, Inc

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|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of R.A. |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Call When Ready |
| <input type="checkbox"/> Limited Liability Partnership | <input type="checkbox"/> Call if Problem | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Call When Ready | | |
| <input checked="" type="checkbox"/> Walk In | | |
| <input type="checkbox"/> Mail Out | | |

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**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. Apex Site Management, 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. 232953561
(FEI number, if applicable)
4. December 31, 1997
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. See #4 attached
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))
7. 555 North Lane, Suite 6138, Conshohocken, Pennsylvania 19428

(Current mailing address)
8. See attached purpose clause
(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: C T Corporation System
Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip Code)

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10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

Korri A Behler

(Registered agent's signature) (Officer)

KORRI A. BEHLER

Special Assistant Secretary

(Type Name and Title of Officer)

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

Chairman: See attached list of directors

Address: _____

Vice Chairman: See attached list of directors

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

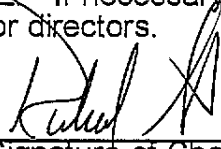
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Treasurer: _____

Address: _____

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

13.



Vice President

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

14.

Richard B. Stern, Esq.

Vice President

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

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Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Purpose Clause of
Apex Site Management, Inc.**

To own manage, operate and lease real estate for the purpose of providing telecommunications service both to the users and occupants of such real estate as well as independent unaffiliated third parties and any other lawful purpose incident thereto.

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#2

Alexander L. Gellman
Chief Executive Officer
Apex Site Management, Inc.
555 North Lane
Suite 6138
Conshohocken, PA 19428
SS# 332-44-5352

Marc C. Ganzi
President
Apex Site Management, Inc.
555 North Lane
Suite 6138
Conshohocken, PA 19428
SS# 452-67-7156

Jeffrey E. Ginsberg
Chairman
Apex Site Management, Inc.
555 North Lane
Suite 6138
Conshohocken, PA 19428
SS# 148-46-9912

Benjamin Long
Director of Operations
Apex Site Management, Inc.
555 North Lane
Suite 6138
Conshohocken, PA 19428
SS# 201-44-4066

Richard B. Stern, Esq.
Vice President and General Counsel
Apex Site Management, Inc.
555 North Lane
Suite 6138
Conshohocken, PA 19428
SS# 112-36-9545

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Martin L. Renzoni
Vice President
Apex Site Management, Inc.
555 North Lane
Suite 6138
Conshohocken, PA 19428
SS# 111-48-0667

Todd Lewers
Vice President
Apex Site Management, Inc.
555 North Lane
Suite 6138
Conshohocken, PA 19428
SS# 219-60-1339

Harry Oppenheimer
Chief Financial Officer
Apex Site Management, Inc.
555 North Lane
Suite 6138
Conshohocken, PA 19428
SS# 123-36-4098

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#4

The company previously transacted business under its prior limited partnership and is awaiting registration to conduct business in corporate solution.

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State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "APEX SITE MANAGEMENT, 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 TWENTY-NINTH DAY OF SEPTEMBER, A.D. 1998.

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

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

Edward J. Freel, Secretary of State

2841212 8300

AUTHENTICATION: 9328305

981377273

DATE: 09-29-98