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ORDER TIME: 10:31 AM ORDER NO.: 967716-005 CUSTOMER NO: 7156704 CUSTOMER: Ms. Cherie Scott Voicestream Wireless 12920 SE 38th Street Bellevue, WA 98006 FOREIGN FILINGS NAME: AERIAL OPERATING COMPANY, INC. CX PROFIT CORPORATE NON-PROFIT LIMITED PARTNERSHIP ALLAHASSIN OF CONFORMENT OF SIAILE CONTACT PERSON: Joyce Markley EXT# 1130 EXAMINER:	COMPANY				rSECOL- 23	PM -
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W.C. COULLIETTE JAN 2 3 2001

PROFIT CORPORATION APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

SECTION I (1-3 MUST BE COMPLETED)

I Aerial Operating Company, Inc.				
Name of corporation as it appears of	on the records of the Department of State.			
2. Delaware	3.December 7, 1998			
Incorporated under laws of	Date authorized to do business in Florida			
	Date addition to do business in Florida			
SEC (4-7 COMPLETE ONLY)	CTION II THE APPLICABLE CHANGES)			
4. If the amendment changes the name of the corporatio	on, when was the change effected under the laws of			
its jurisdiction of incorporation? January 10, 2001				
5. Voicestream Central Operating Company, Inc.				
Name of corporation after the amendment, adding suffix "corpor not contained in new name of the corporation.	ration" "company" or "incorporated," or appropriate abbreviation, if			
6. If the amendment changes the period of duration, ind				
no chanae				
no change New	v Duration 23 P			
7. If the amendment changes the jurisdiction of incorpor	ration, indicate new jurisdiction.			
nn chause	9			
New.	Jurisdiction			
\	January 11, 2001			
Signature	Date			
Lee A. Tostevin	Assistant Secretary			
Typed or printed name	Title			

State of Delaware Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "AERIAL OPERATING COMPANY, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "VOICESTREAM CENTRAL OPERATING COMPANY, INC.", THE TENTH DAY OF JANUARY, A.D. 2001, AT 9 O'CLOCK A.M.

Secretary of State

AUTHENTICATION: 0924398

DATE: 01-19-01

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