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CORPORATION(S) NAME

Mobile Communications Corporation of America
merging: MobileComm of Florida, Inc.

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<input type="checkbox"/> Nonprofit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

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99 JUN -3 PM 3:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER
Merger Sheet

MERGING:

MOBILECOMM OF FLORIDA, INC., a Florida corporation 295479

into

MOBILE COMMUNICATIONS CORPORATION OF AMERICA, a Delaware
corporation F99000000076

File date: June 3, 1999

Corporate Specialist: Annette Ramsey

ARTICLES OF MERGER
OF
MOBILECOMM OF FLORIDA, INC.
(a Florida corporation)

AND

MOBILE COMMUNICATIONS CORPORATION OF AMERICA
(a Delaware corporation)

To the Department of State
State of Florida

Pursuant to the provisions of the Florida Business Corporation Act, the domestic wholly owned subsidiary business corporation and the foreign parent business corporation herein named do hereby adopt the following Articles of Merger.

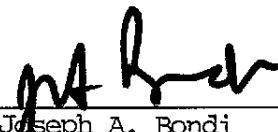
1. Annexed hereto as Schedule A and made a part hereof is the Plan of Merger for merging MOBILECOMM OF FLORIDA, INC. ("MobileComm"), a Florida corporation, with and into MOBILE COMMUNICATIONS CORPORATION OF AMERICA ("MCCA"), as approved by the sole director of MCCA on June 2, 1999.
2. The merger of MobileComm with and into MCCA is permitted by the laws of the jurisdiction of organization of MCCA and has been authorized in compliance with said laws. The date of adoption of the Plan of Merger by the sole director of MCCA was June 2, 1999.
3. There are seventeen shares of common stock outstanding of MobileComm and such shares are owned by MCCA. There are no shares of preferred stock outstanding. MCCA mailed to the shareholder of MobileComm a copy of the Plan of Merger on May 1, 1999.
4. Shareholder approval was not required for the merger.
5. The effective time and date of the merger herein provided for in the State of Florida shall be 9:10 a.m. (Wilmington, Delaware time) on June 3, 1999.

[SIGNATURE PAGE FOLLOWS]

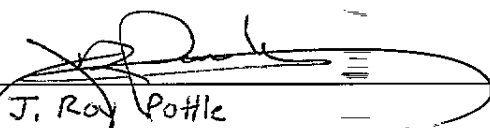
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JUN - 3 PM 3:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Executed this 3rd day of June 1999.

MOBILECOMM OF FLORIDA, INC.

By: 
Name: Joseph A. Bondi
Title: Director & Chairman - Restructuring

MOBILE COMMUNICATIONS CORPORATION
OF AMERICA

By: 
Name: J. Roy Pottle
Title: Executive Vice President and
Chief Financial Officer

SCHEDULE A

PLAN OF MERGER

Between

MOBILECOMM OF FLORIDA, INC.
(a Florida corporation)

and

MOBILE COMMUNICATIONS CORPORATION OF AMERICA
(a Delaware corporation)

(A) Mobile Communications Corporation of America ("MCCA"), which is a business corporation of the State of Delaware and is the parent corporation and the owner of all of the outstanding shares of MobileComm of Florida, Inc. ("MobileComm"), which is a business corporation of the State of Florida and the subsidiary corporation, hereby merges MobileComm into MCCA pursuant to the provisions of the Florida Business Corporation Act and pursuant to the provisions of the General Corporation Law of the State of Delaware.

(B) The separate existence of MobileComm shall cease at the effective time and date of the merger pursuant to the provisions of the Florida Business Corporation Act; and MCCA shall continue its existence as the surviving corporation pursuant to the provisions of the General Corporation Law of the State of Delaware.

(C) The seventeen issued shares of MobileComm shall not be converted in any manner, but said shares shall be surrendered and extinguished.

(D) The sole director and officers of MCCA are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.

(E) The sole director and officers of MCCA at the effective time and date of the merger in the State of Delaware shall be the director and officers of the surviving corporation, all of whom shall hold their directorship and offices until the election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the bylaws of the surviving corporation.