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January 22, 2001

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

000003573400--3
-01/24/01--01081--003
****155.00 ****155.00

Re: Telecosm Towers, LLC

Gentlemen:

Enclosed herewith are two executed copies of the Articles of Organization for the above-referenced limited liability company, along with a check, payable to the Florida Department of State in the amount of \$155.00, in payment of the following:

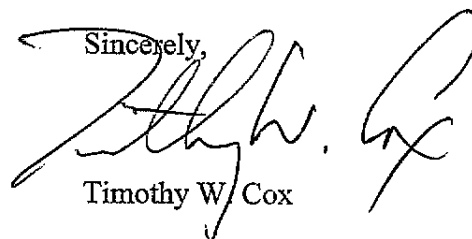
| | |
|---------------------------------|-----------|
| Filing Fee | \$ 100.00 |
| Certified Copy | \$ 30.00 |
| Designation of Registered Agent | \$ 25.00 |
| | \$ 155.00 |


FILED
JAN 24 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FL 32314

Please return the certified copy to the attention of the undersigned.

Thank you for your cooperation in this matter.

Sincerely,


Timothy W. Cox

L01-1316


enc: Check
Articles in duplicate

**ARTICLES OF ORGANIZATION
FOR A FLORIDA
LIMITED LIABILITY COMPANY**

ARTICLE I - NAME

The name of the Limited Liability Company is Telecosm Towers, LLC.


ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is 4431 Baypoint Road, Panama City Beach, FL 32411.

**ARTICLE III - REGISTERED AGENT, REGISTERED OFFICE, &
REGISTERED AGENT'S SIGNATURE**

The name and the Florida street address of the registered agent are Edward J. Willis, 4431 Baypoint Road, Panama City Beach, FL 32411

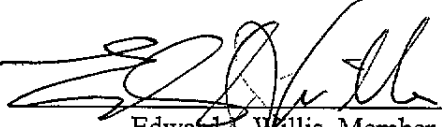
Having been named as registered agent and to accept service of process for the above-stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.



Edward J. Willis, Registered Agent

ARTICLE IV - MANAGEMENT

This Limited Liability Company is to be managed by one or more managers and is, therefore, a manager-managed company.



Edward J. Willis, Member

(In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true)

FILED
01 JAN 26 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA