

LO10000013449

June 6, 2001

Florida Department of State
Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

\$125.00
00789-02827-00676-01122-00671

RE: Star Towers, L.L.C.

MJH

8/13

200004135012--7
-06/21/01--01013--05
***100.00 ***100.00

Dear Registration Section:

W01-14514

Enclosed herewith are Articles of Organization for Star Towers, L.L.C. Please file the Articles. A check for the filing fee of \$100.00 is also enclosed. Please contact our attorney, James D. Hughston, at (256) 383-5707 during business hours if you need additional information.

Thank you for your assistance.

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-08/03/01--01003--001
****140.00 ****140.00

Yours very truly,

Jennifer Hale

Jennifer Hale

/lrr
Enc.

FILED
01 AUG 13 AM 10:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 25, 2001

JENNIFER HALE
21 MIRACLE STRIP PARKWAY, SE
FORT WALTON BEACH, FL 32548

SUBJECT: STAR TOWERS, L.L.C.
Ref. Number: W01000014514

We have received your document for STAR TOWERS, L.L.C. and your check(s) totaling \$100.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The fees to file a Florida Limited Liability Company or register a Foreign Limited Liability Company are as follows: \$100 filing fee; and \$25 registered agent designation fee. Please include an additional \$30 for each certified copy requested (optional) and \$5.00 for each certificate of status requested (optional).

There is a balance due of \$25.00.

The document must contain both the street address of the principal office and the mailing address of the entity.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6051.

Michelle Hodges
Document Specialist

Letter Number: 601A00037982



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 23, 2001

JENNIFER HALE
21 MIRACLE STRIP PARKWAY, SE
FORT WALTON BEACH, FL 32548

SUBJECT: STAR TOWERS, L.L.C.
Ref. Number: W01000014514

Memo #: 20095-H

This letter is to inform you that your check number 3018 for \$100.00, which was dated June 18, 2001 and submitted for STAR TOWERS, L.L.C. has been returned to us by your bank because of No Reason Stamped on Check.

We are notifying you because our records indicate that the paperwork for STAR TOWERS, L.L.C. has not been filed and was returned to you because of deficiencies in the document. If you send the document back to us to be filed, be sure to enclose a cashier's check or money order in the amount of \$115.00. This will cover the unpaid check and also the service fee required by law under section 215.34, Florida Statutes.

When sending the cashier's check or money order, please indicate that it is a replacement for the returned check mentioned above. Also, please include in your response the Debit Memo number given above. Send your response to:

Division of Corporation
Attn: M. Hodges
P.O. Box 6327
Tallahassee, FL 32314

If you have any questions you may contact me at (850) 245-6900.

Melinda Lilliston
Administrative Assistant
Bureau of Commercial Recording



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 3, 2001

JENNIFER HALE
21 MIRACLE STRIP PARKWAY, SE
FORT WALTON BEACH, FL 32548

SUBJECT: STAR TOWERS, L.L.C.
Ref. Number: W01000014514

We have received your document for STAR TOWERS, L.L.C. and your check(s) totaling \$140.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The document must contain both the street address of the principal office and the mailing address of the entity.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Michelle Hodges
Document Specialist

Letter Number: 201A00044867

**ARTICLES OF ORGANIZATION
OF
STAR TOWERS, LLC
a Florida Limited Liability Company**

Pursuant to the Florida Limited Liability Company Act (the "Act") the undersigned, as organizer, hereby adopts the following Limited Liability Company Articles of Organization:

**ARTICLE I
NAME**

The name of the limited liability company is "Star Towers, LLC" (the "Company").

**ARTICLE II
DURATION**

The existence of the Company shall be perpetual.

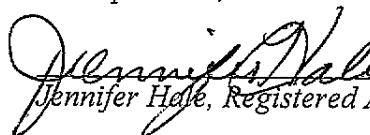
**ARTICLE III
PURPOSES**

The Company's purposes are to engage in the transaction of any or all lawful business in which limited liability companies may engage under the Act including, but not limited to, the acquisition and development of communication towers and to do everything necessary, proper, advisable or convenient for the accomplishment of such purposes, and to do all other things incidental to such purposes or in connection with such purposes that are not prohibited by law.

**ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office and mailing address of the Company is 21 Miracle Strip Parkway, SE, Fort Walton Beach, FL 32548. The name of the initial registered agent of the company is Jennifer Hale.

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..


Jennifer Hale, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE V
INITIAL MEMBER**

The name and mailing address of the Initial Members of the Company are:

Jennifer Hale
21 Miracle Strip Parkway SE
Fort Walton Beach, FL 32548

James Michael Self
522 D. Mitchell Self Blvd.
Muscle Shoals, AL 35661

James D. Hughston
406 W. Avalon Avenue
Muscle Shoals, AL 35661

**ARTICLE VI
ADMISSION OF ADDITIONAL MEMBERS**

No person may be admitted as an additional member without the unanimous consent of the member(s).

**ARTICLE VII
MANAGEMENT**

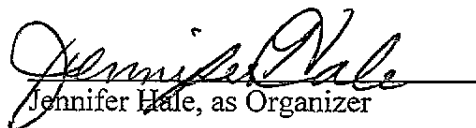
The Company shall be managed by Managers. Jennifer Hale and James Michael Self are designated as the Managers. The Managers' actions in conducting the affairs of the Company in its normal course of business are binding upon the Company.

**ARTICLE VIII
AMENDMENTS**

Any amendment to these Articles of Organization shall require approval of all of the Members.

**ARTICLE IX
EXECUTION AND DATE**

These Articles of Organization are executed by the organizer on this the 6 day of June, 2001.


Jennifer Hale, as Organizer

*The Principal Office & The Mailing
Address of the entity is:*

*STAR Towers, L.L.C.
21 Miracle Strip Pkwy.
Ft. Walton Beach Fl. 2
32548*

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA