

CT CORPORATION

CORPORATION(S) NAME

Interstate Cellular, LLC

800005826038--3

06/19/02 01002-007

***125.00 ***125.00

- | | | |
|----------------------------------------------|-------------------------------------------------|---------------------------------------------|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <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 checked="" 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 | | |

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

6/18/02

Order#: 5428655

Ref#: _____

Amount: \$ _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 JUN 19 PM 1:27

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

6/19/02
JMS

ARTICLES OF ORGANIZATION
FOR
INTERSTATE CELLULAR, LLC

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TALLAHASSEE, FLORIDA

ARTICLE I

The name of the Limited Liability Company is Interstate Cellular, LLC.

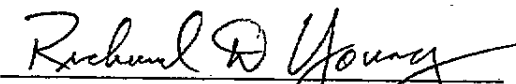
ARTICLE II

The mailing address and street address of the principal office of the Limited Liability Company is: 6420 NW 5th Way, Fort Lauderdale, Florida 33309.

ARTICLE III

The name and the Florida street address of the Limited Liability Company's registered agent in Florida is Richard D. Young, 6420 NW 5th Way, Fort Lauderdale, Florida 33309.

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.



Registered Agent's Signature

ARTICLE IV

The Limited Liability Company to be managed by one manager and is, therefore, a manager-managed company. The name and address of the manager of the Limited Liability Company are RD Young Corp., 6420 NW 5th Way, Fort Lauderdale, Florida 33309.

RD Young Corp., Member-Manager

By: Christopher P. O'Connell
Christopher P. O'Connell, Vice President

c/o Parker, Milliken, Clark,
O'Hara & Samuelian
333 S. Hope Street, 27th Floor
Los Angeles, California 90071-1488

(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.)

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