100 CHARLES RIVER PLAZA BOSTON, MASSACHUSETTS 02114-2723

FIRM INFORMATION TEL 617-973-6100 FAX 617-367-2315 pbi@pbl.com

PAULA R. REISS 617-973-6188 preiss@pbl.com

November 23, 1999

ERIK LUND, P.C. NOEL G. POSTERNAK, P.C. RICHARD K. BLANKSTEIN, P.C. DONALD H. SIEGEL, P.C. DAVID M. SALTIEL IRA J. DEITSCH ROSANNA SATTLER MICHAEL I. STONE GEORGE A. BERMAN RUSSELL K. DUNNING LAURENCE FIELD GERALD J. BILLOW JOHN EGAN LAWRENCE L. ATHAN, JR. CATHERINE J. SAVOIE ROBERT M. SCHLEIN DUSTIN F. HECKER PAUL A. IZZO VALERIE C. SAMUELS MICHAEL L. ANDRESINO LAUREN JENNINGS STEVEN S. BROADLEY DAVID Y. LI JO-ANN M. MARZULLO DEBORAH DIVERDI CARLSON SUSAN E. COHEN DAVID C. HARLOW DAVID B. WESTEBBE JAMES M. LYLE JOSEPH P. CRIMMINS NICHOLAS J. NESGOS KEVIN J. O'CONNELL JULIE E. HAWKINS JAMES E. TAMAGINI, JR. WILLIAM S.K. WERNER

OF COUNSEL JON C. COWEN ROBERT O. RESNICK SUSAN S. RIEDEL

BEVERLY A. CARRIERI

JOHN F. COHAN JOHN S. DAY

CABOT J. LEWIS

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

Cellular Express, LLC

300003056083--0 -11/30/99--01005--012 \*\*\*\*\*25.00 \*\*\*\*\*25.00

Dear Sir or Madam:

w99-27373

Enclosed, in duplicate, is a completed Application by Foreign Limited Liability Company for Withdrawal of Authority to Transact Business in Florida for Cellular Express, LLC. Also enclosed is a check in the amount of \$25.00.

Please acknowledge receipt of this Application by date stamping one copy and returning it in the enclosed envelope.

Thank you for your kind attention to this matter. If you have any questions or need anything further, please contact me.

Sincerely,

Paula R. Reiss Legal Assistant

Enclosures

Ira J. Deitsch, Esq. cc:

Letter Number: 599A00058192

December 10, 1999

POSTERNAK, BLANKSTEIN & LUND, L.L.P. 100 CHARLES RIVERS PLAZA BOSTON, MA 02114-2723

SUBJECT: CELLULAR EXPRESS, LLC

Ref. Number: W99000027373

We have received your document for CELLULAR EXPRESS, LLC and check(s) totaling \$25.00. However, the enclosed document has not been and is being returned for the following correction(s):

PCS Express is a Florida Limited Liability Company so therfore you must file dissolution instead of a withdrawal I have enclosed the proper form.

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) 487-6097.

Michael Mays Document Specialist EC 20 PN I

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314



## FLORIDA DEPARTMENT OF STATE

Katherine Harris Secretary of State

December 1, 1999

POSTERNAK, BLANKSTEIN & LUND, L.L.P. 100 CHARLES RIVERS PLAZA BOSTON, MA 02114-2723

SUBJECT: CELLULAR EXPRESS, LLC

Ref. Number: W99000027373

We have received your document for CELLULAR EXPRESS, LLC and Four the check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Their is no record of a foreign Limited Liablity Company on record by the name of Cellular Express LLC.,

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) 487-6097.

Michael Mays Document Specialist

Letter Number: 199A00056759

## ARTICLES OF DISSOLUTION FOR A FLORIDA LIMITED LIABILITY COMPANY

1. The name of the limited liability company is	PCS Express	· · · · · · · · · · · · · · · · · · ·		<u> </u>
	L98-1098			•
2. The effective date of the limited liability compan	ny's dissolution is	December	31 <b>,</b> 1999	•
3. A description of the occurrence that resulted in t section 608.441, Florida Statutes, (copy of 6	508.441 on back of co	over letter).		nt to
Each member voted to dissolve, wi	nd-up and liqu	idate the c	company	<del></del>
per Article XI of the operating a	greement.	-	99 SE	<del></del>
			OREI .	<u> </u>
<ul> <li>4. CHECK ONE:</li> <li>All debts, obligations and liabilities of the limitation.</li> <li>Adequate provision has been made for the debts</li> <li>5. All remaining property and assets have been discovered.</li> </ul>	s, obligations and liab	ilities pursuant	608.442 507.4 608.442	21.
respective rights and interests.  6. CHECK ONE:  There are no suits pending against the company				
-OR-  Adequate provision has been made for the satis be entered against it in any pending suit.		ent, order or de	cree which n	ıay
Signatures of the members having the same perceible dissolution:	entage of membershi	p interests nece	essary to app	prove
Signature Leuter	Typed or Printed notes Ira J. Deit	sch. Esq.,	authori:	zed lkinson
	and Robert	J. Cardoza	<u> </u>	
•				

Filing Fee: \$25.00