

MO10000000409

CSC
1201 HAYS STREET
TALLAHASSEE, FL 32301

CONTACT: Darlene Ward, ext. 1135

ACCOUNT #: 072100000032

REF#:

AUTHORIZATION:

Patricia Pigute

COST LIMIT:

\$155.00

600003748196--1

ORDER DATE: 2/22/01

ENTITY NAME: Cingular Wireless LLC

DOMESTIC FILING

FOREIGN FILING

~~*** FILE 2nd ***~~

----- ARTICLES OF INCORPORATION

----- CERTIFICATE OF LIMITED PARTNERSHIP

~~XX~~ QUALIFICATION

----- CERTIFICATE OF LLC

----- ARTICLES OF AMENDMENT

----- STAMPED COPY

~~XX~~ CERTIFIED COPY

----- CERTIFICATE OF GOOD STANDING

PLEASE RETURN

APPROVED
AND
FILED
01 FEB 22 PM 4 RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FL 32301
DIVISION OF CORPORATION
01 FEB 22 PM 3:26

JP
2-22-01

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACTIONS BUSINESS IN THE STATE OF FLORIDA:*

1. CINGULAR WIRELESS LLC
(Name of foreign limited liability company)
2. DELAWARE 3. 74-2955068
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. APRIL 24, 2000 5. PERPETUAL
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 5565 Glenridge Connector, Glenridge Two
Atlanta, Ga 30342
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☒

9. The name and usual business addresses of the managing members or managers are as follows:

CINGULAR WIRELESS MANAGEMENT CORP.

5565 Glenridge Connector, Glenridge Two

Atlanta, GA 30342

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Wireless communications
products and services

Elizabeth A. Muscell
Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Elizabeth A. Muscell

Typed or printed name of signer

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
01 FEB 22 PM 4:06
FILED

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

CINGULAR WIRELESS LLC

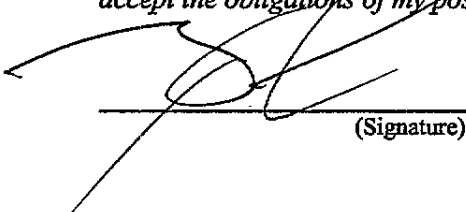
2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company
(Name)

1201 Hays Street
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee FL 32301
City/State/Zip

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..


BRIAN COURTNEY, ASST. V.P.

(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

01 FEB 22 PM 4:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CINGULAR WIRELESS LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTH DAY OF NOVEMBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

APPROVED
AND
FILED
01 FEB 22 PM 4:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3202626 8300
001562152



Edward J. Freel
AUTHENTICATION: 0780935
Edward J. Freel, Secretary of State

DATE: 11-08-00