

# MD5000006614

Florida Department of State  
Division of Corporations  
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LLC AMND/RESTATE/CORRECT OR M/MG RESIGN  
AT&T MOBILITY II, LLC

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
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C. LEWIS

OCT 15 2010

EXAMINER

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**AFFIDAVIT BY FOREIGN LIMITED LIABILITY COMPANY  
TO CHANGE MANAGER(S) OR MANAGING MEMBER(S)**

1. The name of the limited liability company as it appears on the records of the Florida Department of State is: AT&T MOBILITY II, LLC
2. This entity was formed under the laws of: Delaware
3. This entity was authorized to transact business in Florida on 12/01/2005  
and its Florida document/registration number is M05000006614
4. The name and address of each manager or managing member is as follows:

Title:

Name and Address:

"MGR" = Manager

"MGRM" = Managing Member

MGR

AT&T Mobility Corporation

1025 Lenox Park Blvd NE

Atlanta, GA 30319

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Required Signature: [Signature]

Signature of Manager, Managing Member or Member

Filing Fee: \$25

## Power of Attorney

NOTICE IS HEREBY GIVEN THAT AT&T Mobility LLC ("Company"), a limited liability company formed under the laws of Delaware, does hereby appoint Anne Meyer, Kelly Lettmann, Michelle Donato, Laura Louis, Mandy Hendricks, Dareth Jeffers, Josh Franklin, Alan Stachura, Marc St. Pierre and Traci Houck (but only for so long as each of them, respectively, remains an employee of CT Corporation or an affiliate thereof) as attorney-in-fact for the Company to act for the Company and affiliates and subsidiaries of the Company attached hereto as Exhibit A, and as Exhibit A may be amended from time to time, specifically incorporated herein by reference ("the Subsidiaries") in the Company's and Subsidiaries' names for the limited purposes authorized herein.

The Company and Subsidiaries hereby grants it's attorney-in-fact the power to execute the documents necessary to file annual reports, annual registrations, and forms of similar import on behalf of the Company and Subsidiaries in any state and the District of Columbia.

This Power of Attorney expires when revoked by the Corporation or Subsidiaries.

IN WITNESS WHEREOF the undersigned have executed this Power of Attorney on the 7th day of April, 2010

AT&T Mobility LLC  
By: AT&T Mobility Corporation  
Its Manager

By: Carolyn J. Wilder  
Carolyn J. Wilder, Assistant Secretary

Sworn to and subscribed before me  
this 7<sup>th</sup> day of April, 2010.

James E. Peltier

Notary Public, State of Georgia  
Commission Expires: 8/27/2013

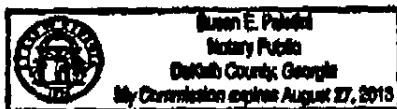


Exhibit "A":

- AT&T Mobility II LLC
- AT&T Mobility LLC
- New Cingular Wireless PCS LLC