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(Business Entity Name)

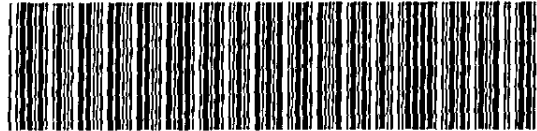
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2005 MAR 21 AM 11:47  
SECRET  
FEDERAL BUREAU OF INVESTIGATION

FBI



Suzanne F. Liffing  
Corporate Paralegal  
Legal & External Affairs Dept.

7277 164<sup>th</sup> Avenue, NE – Bldg. 1  
Redmond, WA 98052  
DIRECT (425) 580-7809  
FAX (425) 580-6280  
Suzanne.liffing@cingular.com

March 17, 2005

Florida Secretary of State  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

2005 MAR 21 AM 11:47  
FILED

**Re: AT&T Wireless Asset Management, LLC – NAME CHANGE**

Ladies and Gentlemen:

Please find attached for filing the following:

1. One original and one copy of the Application by a Foreign Limited Liability Company to File Amendment to Application for Authorization to Transact Business in Florida for AT&T Wireless Asset Management, LLC, a Delaware limited liability company qualified in the State of Florida, changing its name from AT&T Wireless Asset Management, LLC to NEW CINGULAR WIRELESS ASSET MANAGEMENT, LLC.

In support of the Application, we also enclose:

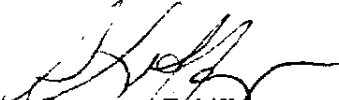
2. An original Certificate of Amendment of AT&T Wireless Asset Management, LLC, changing its name to New Cingular Wireless Asset Management, LLC effective October 26, 2004, issued by the Secretary of State of the State of Delaware.
3. Consent to Use of Name by the following corporate entities, each of which is qualified in Florida:
  - a. Cingular Wireless, LLC, a Delaware limited liability company;
  - b. Cingular Wireless Employee Services, LLC, a Delaware limited liability company;
  - c. New Cingular Wireless Services of Florida, LLC, a Florida limited liability company;
  - d. New Cingular Wireless Headquarters, LLC, a Delaware limited liability company;
  - e. Cingular Wireless Finance Corp., a Delaware corporation; and
  - f. New Cingular Wireless PCS, LLC, a Delaware limited liability company.
4. Check in the amount of \$25.00 for the requisite filing fee.

Amendment Section  
Florida Secretary of State  
Division of Corporations  
Page 2

Please return a copy of the stamped confirmation of filing in the enclosed self-addressed envelope.

Thank you for attending to this matter. Please contact the undersigned directly at (425) 580-7809 if you have any questions or require additional information.

Sincerely,



Suzanne F. Liffing  
Corporate Paralegal

Enclosures

FILED  
2005 MAR 21 11:11:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

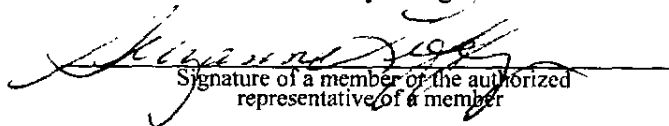
**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO  
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

**SECTION I (1-3 must be completed)**

1. Name of limited liability company as it appears on the records of the Florida Department of State: AT&T WIRELESS ASSET MANAGEMENT, LLC
2. Jurisdiction of its organization: DELAWARE
3. Date authorized to do business in Florida: December 29, 1998

**SECTION II (4-7 complete only the applicable changes)**

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? October 26, 2004
5. New name of the limited liability company: NEW CINGULAR WIRELESS ASSET MANAGEMENT, LLC
6. If the amendment changes the period of duration, indicate new period of duration: \_\_\_\_\_
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction: \_\_\_\_\_
8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: \_\_\_\_\_
9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

  
Signature of a member of the authorized representative of a member

By: Suzanne F. Liffing, Assistant Secretary  
Typed or printed name of signee

Filing Fee: \$25.00

2005 MAR 21 AM 11:47

FILED

**CERTIFICATE OF AMENDMENT  
TO THE CERTIFICATE OF FORMATION  
OF  
AT&T WIRELESS ASSET MANAGEMENT, L.L.C**

1. The name of the limited liability company is AT&T Wireless Asset Management, LLC (the "Company").
2. The Certificate of Formation of the Company is amended by deleting the first paragraph in its entirety and replacing it with a new first paragraph to read as follows:  
  
"First: The name of the limited liability company is New Cingular Wireless Asset Management, LLC."
3. The Certificate of Amendment shall be effective at 7:30 p.m. EDT on October 26, 2004.

*[Signature on following page]*

**FILED**  
2005 MAR 21 AM 11:47  
DELAWARE

IN WITNESS WHEREOF, AT&T Wireless Asset Management, LLC has caused this Certificate of Amendment to be executed by its duly authorized Manager this 26<sup>th</sup> day of October, 2004.

**AT&T WIRELESS ASSET MANAGEMENT,  
LLC**

By: Cingular Wireless LLC, its Manager

By: Carolyn G. Wilder  
Name: Carolyn G. Wilder  
Title: Assistant Secretary

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# Delaware

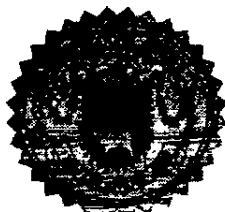
PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "AT&T WIRELESS ASSET MANAGEMENT, LLC", CHANGING ITS NAME FROM "AT&T WIRELESS ASSET MANAGEMENT, LLC" TO "NEW CINGULAR WIRELESS ASSET MANAGEMENT, LLC", FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF OCTOBER, A.D. 2004, AT 11:08 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE TWENTY-SIXTH DAY OF OCTOBER, A.D. 2004, AT 7:30 O'CLOCK P.M.

FILED  
2005 MAR 21 AM 11:47  
SECRETARY OF STATE  
DELAWARE



2976669 8100

050207268

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 3738017

DATE: 03-11-05




CONSENT TO USE OF NAME

I, Suzanne F. Liffing, being a duly appointed and acting Assistant Secretary of New Cingular Wireless Asset Management, LLC, a Delaware limited liability company and General Partner of New Cingular Wireless Services Purchasing Company, L.P., a limited partnership organized under the laws of the State of Delaware, in support of an Application for Authorization in the State of Florida, do hereby certify that:

1. New Cingular Wireless Services Purchasing Company, L.P. is a limited partnership authorized to do business in the State of Florida under the name "New Cingular Wireless Services Purchasing Company, L.P."
2. New Cingular Wireless Services Purchasing Company, L.P. consents to New Cingular Wireless Asset Management, LLC's use of the name "New Cingular Wireless" and the use of a geographical area in its Application for Authorization in the State of Florida.

IN WITNESS WHEREOF, the said New Cingular Wireless Services Purchasing Company, L.P., has caused this consent to be executed by its General Partner, this 17<sup>th</sup> day of March, 2005.

**NEW CINGULAR WIRELESS SERVICES  
PURCHASING COMPANY, L.P., by its General  
Partner, New Cingular Wireless Asset  
Management, LLC**

By:   
Suzanne F. Liffing, Assistant Secretary

FILED  
2005 MAR 21 AM 11:47  
CLERK OF DISTRICT COURT  
MIDDLE DISTRICT OF FLORIDA  
MIAMI, FL





CONSENT TO USE OF NAME

I, Suzanne F. Liffing, being a duly appointed and acting Assistant Secretary of Cingular Wireless Finance Corp., a corporation organized under the laws of the State of Delaware, in support of an Application for Authorization in the State of Florida, do hereby certify that:

- 1. Cingular Wireless Finance Corp. is a corporation authorized to do business in the State of Florida under the name "Cingular Wireless Finance Corp."
2. Cingular Wireless Finance Corp consents to New Cingular Wireless Asset Management, LLC's use of the name "New Cingular Wireless" and the use of a geographical area in its Application for Authorization in the State of Florida.

IN WITNESS WHEREOF, the said Cingular Wireless Finance Corp, has caused this consent to be executed by its Assistant Secretary, this 17th day of March, 2005.

CINGULAR WIRELESS FINANCE CORP.

By: [Signature] Suzanne F. Liffing, Assistant Secretary

2005 MAR 21 AM 11:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED



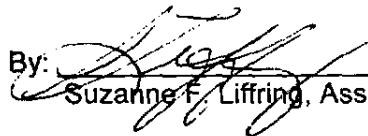
CONSENT TO USE OF NAME

I, Suzanne F. Liffing, being a duly appointed and acting Assistant Secretary of Cingular Wireless LLC, a limited liability company organized under the laws of the State of Delaware, in support of the an Application for Authorization in the State of Florida, do hereby certify that:

1. Cingular Wireless LLC is a limited liability company authorized to do business in the State of Florida under the name "Cingular Wireless LLC"
2. Cingular Wireless LLC consents to New Cingular Wireless Asset Management, LLC's use of the name "New Cingular Wireless" and the use of a geographical area in its Application for Authorization in the State of Florida.

IN WITNESS WHEREOF, the said Cingular Wireless LLC, has caused this consent to be executed by its Assistant Secretary, this 17<sup>th</sup> day of March, 2005.

**CINGULAR WIRELESS LLC**

By:   
Suzanne F. Liffing, Assistant Secretary

FILED  
2005 MAR 21 AM 11:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



CONSENT TO USE OF NAME

I, Suzanne F. Liffing, being a duly appointed and acting Assistant Secretary of Cingular Wireless Employee Services, LLC, a limited liability company organized under the laws of the State of Delaware, in support of an Application for Authorization in the State of Florida, do hereby certify that:

1. Cingular Wireless Employee Services, LLC is a limited liability company authorized to do business in the State of Florida under the name "Cingular Wireless Employee Services, LLC."
2. Cingular Wireless Employee Services, LLC consents to New Cingular Wireless Asset Management, LLC's use of the name "New Cingular Wireless" and the use of a geographical area in its Application for Authorization in the State of Florida.

IN WITNESS WHEREOF, the said Cingular Wireless Employee Services, LLC, has caused this consent to be executed by its Assistant Secretary, this 17<sup>th</sup> day of March, 2005.

**CINGULAR WIRELESS EMPLOYEE SERVICES,  
LLC**

By:   
Suzanne F. Liffing, Assistant Secretary

2005 MAR 21 AM 11:47  
SECRETARY  
TALLAHASSEE, FLORIDA  
FILED



CONSENT TO USE OF NAME

I, Suzanne F. Liffing, being a duly appointed and acting Assistant Secretary of New Cingular Wireless Headquarters, LLC, a limited liability company organized under the laws of the State of Delaware, in support of the an Application for Authorization in the State of Florida, do hereby certify that:

1. New Cingular Wireless Headquarters, LLC is a limited liability company authorized to do business in the State of Florida under the name "New Cingular Wireless Headquarters, LLC"
2. New Cingular Wireless Headquarters, LLC consents to New Cingular Wireless Asset Management, LLC's use of the name "New Cingular Wireless" and the use of a geographical area in its Application for Authorization in the State of Florida.

IN WITNESS WHEREOF, the said New Cingular Wireless Headquarters, LLC, has caused this consent to be executed by its Assistant Secretary, this 17<sup>th</sup> day of March, 2005.

**NEW CINGULAR WIRELESS HEADQUARTERS,  
LLC**

By:   
Suzanne F. Liffing, Assistant Secretary

2005 MAR 21 AM 11:47  
SECRETARY  
ALL AMASSEE COUNTY

FILED



CONSENT TO USE OF NAME

I, Suzanne F. Liffing, being a duly appointed and acting Assistant Secretary of New Cingular Wireless PCS, LLC, a limited liability company organized under the laws of the State of Delaware, in support of the an Application for Authorization in the State of Florida, do hereby certify that:

1. New Cingular Wireless PCS, LLC is a limited liability company authorized to do business in the State of Florida under the name "New Cingular Wireless PCS, LLC"
2. New Cingular Wireless PCS, LLC consents to New Cingular Wireless Asset Management, LLC's use of the name "New Cingular Wireless" and the use of a geographical area in its Application for Authorization in the State of Florida.

IN WITNESS WHEREOF, the said New Cingular Wireless PCS, LLC, has caused this consent to be executed by its Assistant Secretary, this 17<sup>th</sup> day of March, 2005.

**NEW CINGULAR WIRELESS PCS, LLC**

By:   
Suzanne F. Liffing, Assistant Secretary

2005 MAR 21 AM 11:47  
FILED



CONSENT TO USE OF NAME

I, Suzanne F. Liffing, being a duly appointed and acting Assistant Secretary of New Cingular Wireless Services of Florida, LLC, a limited liability company organized under the laws of the State of Florida, in support of the an Application for Authorization in the State of Florida, do hereby certify that:

1. New Cingular Wireless Services of Florida, LLC is a limited liability company authorized to do business in the State of Florida under the name "New Cingular Wireless Services of Florida, LLC"
2. New Cingular Wireless Services of Florida, LLC consents to New Cingular Wireless Asset Management, LLC's use of the name "New Cingular Wireless" and the use of a geographical area in its Application for Authorization in the State of Florida.

IN WITNESS WHEREOF, the said New Cingular Wireless Services of Florida, LLC, has caused this consent to be executed by its Assistant Secretary, this 17<sup>th</sup> day of March, 2005.

**NEW CINGULAR WIRELESS SERVICES OF  
FLORIDA, LLC**

By:   
Suzanne F. Liffing, Assistant Secretary

2005 MAR 21 AM 11:47  
SECRETARY OF FLORIDA  
TALLAHASSEE, FLORIDA



CONSENT TO USE OF NAME

I, Suzanne F. Liffing, being a duly appointed and acting Assistant Secretary of New Cingular Wireless Services, Inc., a corporation organized under the laws of the State of Delaware, in support of an Application for Authorization in the State of Florida, do hereby certify that:

1. New Cingular Wireless Services, Inc. is a corporation authorized to do business in the State of Florida under the name "New Cingular Wireless Services, Inc."
2. New Cingular Wireless Services, Inc. consents to New Cingular Wireless Asset Management, LLC's use of the name "New Cingular Wireless" and the use of a geographical area in its Application for Authorization in the State of Florida.

IN WITNESS WHEREOF, the said New Cingular Wireless Services, Inc., has caused this consent to be executed by its Assistant Secretary, this 17<sup>th</sup> day of March, 2005.

**NEW CINGULAR WIRELESS SERVICES, INC.**

By:   
Suzanne F. Liffing, Assistant Secretary

FILED  
2005 MAR 21 AM 11:47  
FEDERAL BUREAU OF INVESTIGATION  
U.S. DEPARTMENT OF JUSTICE