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March 28, 2000

Secretary of State
Corporate Division
Post Office Box 6327
The Capitol
Tallahassee, Florida 32304

FILED
MAR 30 AM 2:23
TALLAHASSEE, FLORIDA

Re: CommSites, Inc.

9000003193379-0

Dear Sir or Madam:

-04/03/00--01102--018
*****70.00 *****70.00

I am enclosing herewith an original and one copy of Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$70.00 is enclosed which represents the following fees:

Filing fee	35.00
Registered agent fee	35.00
TOTAL	\$ 70.00

Please file the original of the enclosed Articles of Incorporation.

Please do not hesitate to contact this office should you have any questions or require any additional information. Your prompt attention to this matter would be greatly appreciated.

Sincerely,

Teresa Watford

Teresa Watford
Legal Assistant to
Edsel F. Matthews, Jr.

EFM, Jr./tgw
Enclosures

W-9/29

ENCLOSURE

APR 5 2000



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

RECEIVED APR 07 2000

COPY

April 5, 2000

EDSEL F MATTHEWS JR ESQUIRE
308 SOUTH JEFFERSON STREET
PENSACOLA, FL 32501

SUBJECT: COMMSITES, INC.
Ref. Number: W00000009129

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 MAY 30 AM 2:23

FILED

We have received your document for COMMSITES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from, the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of 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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 100A00018725

ARTICLES OF INCORPORATION

OF

COMMSITES PROPERTIES, INC.

The undersigned acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following articles of incorporation for such corporation:

ARTICLE I - NAME & ADDRESS

The name of this corporation is CommSites Properties, Inc and the address of the corporation is 308 South Jefferson Street, Pensacola, Florida 32501.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing upon the date of subscription and acknowledgment of these articles of incorporation.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in the business of communication tower site acquisition and operation and any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock, all of one class and series.

FILED
60 MAY 30 AM 2:23
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLE V - AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of this corporation's initial registered office is 308 South Jefferson Street, Pensacola, Florida 32501, and the name of this corporation's initial registered agent is Edsel F. Matthews, Jr.


ARTICLE VII - INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial board of directors is one (1) whose name and address is Edsel F. Matthews, Jr., of 308 South Jefferson Street, Pensacola, Florida 32501.

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is Edsel F. Matthews, Jr., 308 Jefferson Street, Pensacola, Florida 32501.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 5th day of June, 2000.


EDSEL F. MATTHEWS, JR.

STATE OF FLORIDA

COUNTY OF ESCAMBIA

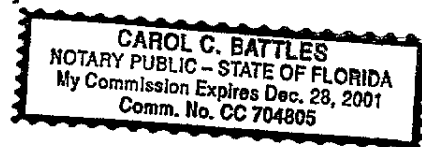
Before me the undersigned authority in and for the said State and County personally appeared Edsel F. Matthews, Jr. to me well known to be the person described in and who freely and voluntarily subscribed the foregoing articles of incorporation for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid this 5th day of June, 2000.

Carol C. Battles

Notary Public

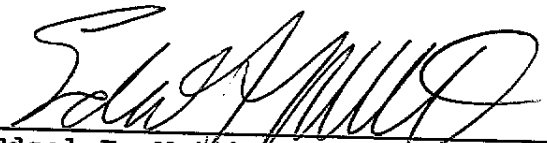
My Commission Expires:



ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, Edsel F. Matthews, Jr., hereby accept the appointment as registered agent for CommSites Properties, Inc., as set forth in its Articles of Incorporation filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 5th day of June, 2000.


Edsel F. Matthews, Jr.

FILED
00 MAY 30 AM 2:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA