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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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DO NOT WRITE IN THIS SPACE

CORPORATION  
ANNUAL REPORT  
1995



FLORIDA DEPARTMENT OF STATE  
Sandra B. Northam  
Secretary of State  
DIVISION OF CORPORATIONS

DOCUMENT # P00075 (2)  
1. Corporation Name  
FLORIDA CELLULAR SERVICE, INC.

Principal Place of Business Mailing Address  
1100 PEACHTREE ST.  
SUITE 1000  
ATLANTA GA 30309

1100 PEACHTREE ST.  
SUITE 1000  
ATLANTA GA 30309

2. Principal Place of Business 2a. Mailing Address  
21 26  
22 Suite, Apt. #, etc. 27 Suite, Apt. #, etc.  
23 City & State 28 City & State  
24 Zip 25 Country 29 Zip 30 Country

3. Date Incorporated or Qualified 3a. Date of Last Report  
11/30/1983 05/27/1994  
4. FEI Number Applied For  
58-1536270 Not Applicable  
5. Certificate of Status Desired  \$8.75 Additional Fee Required  
6. Election Campaign Financing Trust Fund Contribution  \$5.00 May Be Added to Fees  
8. This corporation has liability for intangible tax under S. 199.032, Florida Statutes  Yes  No

9. Name and Address of Current Registered Agent  
THE PRENTICE-HALL CORPORATION SYSTEM, INC.  
1201 HAYS STREET  
SUITE 105  
TALLAHASSEE FL 32301

10. Name and Address of New Registered Agent  
B1 Name  
B2 Street Address (P.O. Box Number is Not Acceptable)  
B3  
B4 City  
B5 Zip Code  
FL

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_  
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS	
TITLE	PD
NAME	DONALD, ODIE C.
STREET ADDRESS	1100 PEACHTREE ST., SUITE 1000
CITY - ST - ZIP	ATLANTA GA 30309
TITLE	V
NAME	GLASS, JAMES W.
STREET ADDRESS	1100 PEACHTREE ST., SUITE 1000
CITY - ST - ZIP	ATLANTA GA 30309
TITLE	VSD
NAME	WALSH, MARTIN T.
STREET ADDRESS	1100 PEACHTREE ST., SUITE 1000
CITY - ST - ZIP	ATLANTA GA 30309
TITLE	V
NAME	CLAWSON, VINCENT R.
STREET ADDRESS	1100 PEACHTREE ST., SUITE 1000
CITY - ST - ZIP	ATLANTA GA 30309
TITLE	AV
NAME	AMENDOLA, JULIA V.
STREET ADDRESS	1155 PEACHTREE ST., ROOM 16E04
CITY - ST - ZIP	ATLANTA GA 30309

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
1.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME	SEE ATTACHED SCHEDULE
1.3 STREET ADDRESS	
1.4 CITY - ST - ZIP	
2.1 TITLE	
2.2 NAME	VICE PRESIDENT - Region I Steve Gray 805 N. Andrew Way Ft. Lauderdale, FL 33309
2.3 STREET ADDRESS	
2.4 CITY - ST - ZIP	
3.1 TITLE	
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY - ST - ZIP	
4.1 TITLE	
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY - ST - ZIP	
5.1 TITLE	
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY - ST - ZIP	
6.1 TITLE	
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY - ST - ZIP	

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(b), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the collector or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or both in connection with this return.

SIGNATURE: William R. Mate, Assistant Secretary 1/25/95 404-249-0934  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

**FLORIDA CELLULAR SERVICE, INC.  
DIRECTORS AND OFFICERS  
as of January 25, 1995**

**DIRECTORS**

<b>Odie C. Donald</b>		<b>1100 Peachtree Street Suite 1000 Atlanta, GA 30309</b>
<b>Martin T. Walsh</b>		<b>1100 Peachtree Street Suite 1000 Atlanta, GA 30309</b>
<b>Charleste G. McCoy</b>		<b>5600 Glenridge Drive Suite 2 East Atlanta, GA 30342</b>

**OFFICERS**

<b>Odie C. Donald</b>	<b>President</b>	<b>1100 Peachtree Street Suite 1000 Atlanta, GA 30309</b>
<b>James W. Glass</b>	<b>Vice President - Finance and Treasurer</b>	<b>1100 Peachtree Street Suite 1000 Atlanta, GA 30309</b>
<b>Martin T. Walsh</b>	<b>Vice President - General Counsel &amp; Secretary</b>	<b>1100 Peachtree Street Suite 1000 Atlanta, GA 30309</b>
<b>Vincent R. Clawson</b>	<b>Vice President Engineering &amp; Operations</b>	<b>1100 Peachtree Street Suite 1000 Atlanta, GA 30309</b>
<b>James A. Thorpe</b>	<b>Vice President - Sales &amp; Marketing</b>	<b>1100 Peachtree Street Suite 1000 Atlanta, GA 30309</b>
<b>Roy P. McAllister</b>	<b>Vice President - Corporate Affairs</b>	<b>1100 Peachtree Street Suite 1000 Atlanta, GA 30309</b>
<b>Steve Gray</b>	<b>Vice President - Region I</b>	<b>805 N. Andrew Way Fort Lauderdale, FL 33309</b>
<b>G. Dan Smith</b>	<b>Vice President - Region IV</b>	<b>1100 Peachtree Street Suite 800 Atlanta, GA 30309</b>

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C. W. Shewbridge III	Vice President - Taxes	1155 Peachtree Street Room 1922 Atlanta, GA 30367
Julia V. Amendola	Assistant Vice President - Taxes	1155 Peachtree Street Room 16E04 Atlanta, GA 30367
Dennis M. Greer	Assistant Vice President - Taxes	1155 Peachtree Street Room 16E02 Atlanta, GA 30367
Adele H. Shepherd	Assistant Vice President - Taxes	1155 Peachtree Street Room 16B01 Atlanta, GA 30367
Sherry E. Wallace	Assistant Vice President - Taxes	1155 Peachtree Street Room 16E04 Atlanta, GA 30367
Debbie Held	Comptroller	5600 Glenridge Drive Suite 300 East Atlanta, GA 30342
David G. Frolio	Assistant Secretary	1133 21st Street, N.W. Washington, D.C. 20036
Kerwin L. Gray	Assistant Secretary	1100 Peachtree Street Suite 910 Atlanta, GA 30309
Dery Harper	Assistant Secretary	1100 Peachtree Street Suite 910 Atlanta, GA 30309
Joyce Clower Irvine	Assistant Secretary	1155 Peachtree Street Suite 1800 Atlanta, GA 30367
William R. Matz	Assistant Secretary	1100 Peachtree Street Suite 910 Atlanta, GA 30309
Charleste G. McCoy	Assistant Secretary	5600 Glenridge Drive Suite 2 East Atlanta, GA 30342
David Fitzgerald	Assistant Treasurer	5600 Glenridge Drive Suite 300 West Atlanta, GA 30342