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LAZARUS CORPORATE FILING SERVICE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3320 S.W. 87 AVENUE

MIAMI, FLORIDA (305)552-5973

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. USA CINGULAR WIRELESS, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #) 7000006722727-5
07/29/02-01009-020
*****78.75 *****78.75

4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2.00
☐ Mail out ☐ Will wait ☐ Photocopy

☒ Certified Copy
☐ Certificate of Status

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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NEW FILINGS	
☒	Profit
☐	NonProfit
☐	Limited Liability
☐	Domestication
☐	Other

AMENDMENTS	
☐	Amendment
☐	Resignation of R.A., Officer/Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☐	Merger

OTHER FILINGS	
☐	Annual Report
☐	Fictitious Name
☐	Name Reservation

REGISTRATION/ QUALIFICATION	
☐	Foreign
☐	Limited Partnership
☐	Reinstatement
☐	Trademark
☐	Other

G. BLALOCK JUL 29 2002

Examiner's Initials

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned incorporate(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation shall be:

USA CINGULAR WIRELESS, INC.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1556 SOUTH DIXIE HWY
CORAL GABLES FL 33146

ARTICLE III

SHARES

The number of shares, which the corporation is authorized to issue and have outstanding at any time, is 1000 shares of common stock, and which common stock shall have a par of \$1.00 (one dollar) per share. All stock is to be issued fully paid and exempt from assessment.

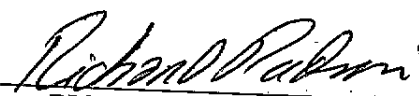
ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said:

First That USA CINGULAR WIRELESS, INC. Desiring to organize under the laws of the State Florida with its principal office as indicated in the articles of incorporation at City of MIAMI County of MIAMI-DADE State of Florida had name RICHARD PADRON of, 1556 SOUTH DIXIE HWY CORAL GABLES FL 33146 of its agent to accept service of process within this state. Having been named to accept service of process for the above state corporation, at place designated in this certificate. I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By:



RICHARD PADRON
Registered Agent

ARTICLE V

INCORPORATOR (S)

The name(s) and street address of the incorporate(s) to these Articles of Incorporation is (are):

RICHARD PADRON	50% SHARES	1556 SOUTH DIXIE HWY CORAL GABLES, FL 33146
NESTOR L GUILLEN	50% SHARES	1556 SOUTH DIXIE HWY CORAL GABLES, FL 33146

ARTICLE VI

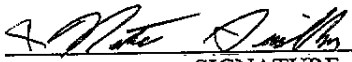
DIRECTOR (S)

The name(s) and street address of the director(s) to these Articles of Incorporation is (are):

RICHARD PADRON	P/D	1556 SOUTH DIXIE HWY CORAL GABLES, FL 33146
NESTOR L GUILLEN	S/T	1556 SOUTH DIXIE HWY CORAL GABLES, FL 33146

The undersigned incorporate(s) has (have) executed these Articles of Incorporation this 24TH
Day of July 2002.


SIGNATURE


SIGNATURE