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Apr 29 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P03746 (5)
1. Corporation Name
GTE MOBILNET INCORPORATED

Principal Place of Business CT CORPORATION SYSTEM 1200 SO PINE ISLO RD PLANTATION FL 33324 US	Mailing Address 245 PERIMETER CENTER PKWY NE ATTN: TAX DEPT ATLANTA GA 30346 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 10/19/1984	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 06-1072245	Applied For Not Applicable
22	City & State	27	City & State	5. Certificate of Status Desired ☐	\$8.75 Additional Fee Required
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution ☐	\$5.00 May Be Added to Fees
24	Country	29	Country	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. ☒ Yes ☐ No	

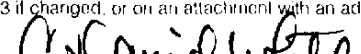
9. Name and Address of Current Registered Agent CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324		10. Name and Address of New Registered Agent	
81 Name		82 Street Address (P.O. Box Number is Not Acceptable)	
83		84 City	
		FL 85 Zip Code	

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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PD	1.1 TITLE	☐ Change ☐ Addition
NAME	MARK FEIGHNER	1.2 NAME	
STREET ADDRESS	245 PERIMETER CENTER PKWY	1.3 STREET ADDRESS	
CITY-ST-ZIP	ATLANTA GA	1.4 CITY-ST-ZIP	
TITLE	SD	2.1 TITLE	☐ Change ☐ Addition
NAME	DROST, MARIANNE	2.2 NAME	
STREET ADDRESS	1 STAMFORD FORUM	2.3 STREET ADDRESS	
CITY-ST-ZIP	STAMFORD CT	2.4 CITY-ST-ZIP	
TITLE	VP	3.1 TITLE	☐ Change ☐ Addition
NAME	KENT, JOHN P. Z.	3.2 NAME	
STREET ADDRESS	1 STAMFORD FORUM	3.3 STREET ADDRESS	
CITY-ST-ZIP	STAMFORD CT	3.4 CITY-ST-ZIP	
TITLE	VP	4.1 TITLE	☐ Change ☒ Addition
NAME	HOPPE, MARTIN C	4.2 NAME	Jody A. Ruth
STREET ADDRESS	245 PERIMETER CENTER PARKWAY	4.3 STREET ADDRESS	245 Perimeter Center Parkway
CITY-ST-ZIP	ATLANTA GA	4.4 CITY-ST-ZIP	Atlanta, GA 30346
TITLE	T	5.1 TITLE	☐ Change ☒ Addition
NAME	DAN COHRS	5.2 NAME	Daniel P. O'Brian
STREET ADDRESS	ONE STAMFORD FORUM	5.3 STREET ADDRESS	One Stamford Forum
CITY-ST-ZIP	STAMFORD CT	5.4 CITY-ST-ZIP	Stamford, CT 06904
TITLE	V	6.1 TITLE	☐ Change ☐ Addition
NAME	VANDUZER, KEITH	6.2 NAME	
STREET ADDRESS	245 PERIMETER CENTER PKWY	6.3 STREET ADDRESS	
CITY-ST-ZIP	ATLANTA GA	6.4 CITY-ST-ZIP	

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), 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 receiver 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 on an attachment with an address.

SIGNATURE  C. David White 4/15/1998 (770) 804-3585

CR2E034 (10/97)

GTE WIRELESS INCORPORATED

DIRECTORS

Mark S. Feighner
245 Perimeter Center Parkway
Atlanta, Georgia 30346

Marianne Drost
One Stamford Forum
Stamford, CT 06904

Lawrence R. Whitman
One Stamford Forum
Stamford, CT 06904

OFFICERS

Mark S. Feighner, President
245 Perimeter Center Parkway
Atlanta, Georgia 30346

Michael J. McDonough, Sr. Vice President,
Marketing & Sales
245 Perimeter Center Parkway
Atlanta, Georgia 30346

Laura E. Binlon, V.P. General Counsel
and Assistant Secretary
245 Perimeter Center Parkway
Atlanta, Georgia 30346

Gary T. Ream, Vice President - Program
Management
245 Perimeter Center Parkway
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Jody A. Ruth
V.P. Finance & Planning
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Atlanta, Georgia 30346

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Byron Smith, Vice President - Sales
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Howard M. Svigals, Vice President - Planning
and Development
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M. Keith VanDuzer, V.P. Human Resources &
Administration
245 Perimeter Center Parkway
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Linda L. Libra, Assistant Vice President -
Controller
245 Perimeter Center Parkway
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Daniel P. O'Brian, Treasurer
One Stamford Forum
Stamford, CT 06904

Marianne Drost, Secretary
One Stamford Forum
Stamford, CT 06904

Jan L. Deur, Assistant Treasurer
One Stamford Forum
Stamford, CT 06904

Janet K. Brzoska, Assistant Secretary
One Stamford Forum
Stamford, CT 06904

Joan Robbins, Assistant Secretary
245 Perimeter Center Parkway
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Marcus R. Veatch, Assistant Secretary
One Stamford Forum
Stamford, CT 06904

C. David White
Acting Assistant Secretary
245 Perimeter Center Parkway
Atlanta, Georgia 30346

**Richard A. Gall, Area President
(Midsouth)
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Nashville, Tennessee 37203**

**Michael G. Hartman, Area President
(Florida/Gulf Coast)
1100 Perimeter Park Dr, Suite 101
Morrisville, North Carolina 27560**

**Annette Jacobs, Area President
(California)
4410 Rosewood Drive
Pleasanton, California 94588**

**Lindsey Burroughs, Area President
(San Diego)
7535 Metropolitan Drive
San Diego, California 92108**

**Daniel Mead, Area President
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Independence, Ohio 44131**

**William R. King, Area President
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733 Bishop St., 19th Floor, Suite 1900
Honolulu, Hawaii 96813**

**Karen A. Puckett, Area President
(Texas)
100 Glenborough, Suite 800
Houston, Texas 77067**

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Assistant Vice President - Strategy and Pricing
245 Perimeter Center Parkway
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Assistant Vice President - Direct Marketing
245 Perimeter Center Parkway
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**Brian Sholly, Assistant Vice President -
Marketing and Communications
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Vice President - Customer Services
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**Philip L. Forbes
Assistant Vice President - Carrier Relations
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**Donald M. Fye, Assistant Vice President -
Network Engineering and Construction - 1.8 GH
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Atlanta, GA 30346**

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Assistant Vice President - Information Manage
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**Vacant
Assistant Vice President - Area Marketing
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**Mark Lefar, Assistant Vice President -
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Atlanta, GA 30346**

**Mark O. Ripley
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Atlanta, GA 30346**