

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED
Apr 13 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 # P04877 (7)
1. Corporation Name
MOTOROLA CELLULAR SERVICE, INC.



Principal Place of Business
1303 E. ALGONQUIN RD.
SCHAUMBURG IL 60196

Mailing Address
1303 E. ALGONQUIN RD.
SCHAUMBURG IL 60196

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 02/04/1985	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 36-3268790	Applied For Not Applicable
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$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. <input type="checkbox"/> Yes <input type="checkbox"/> 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 _____
Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	P WEISSHAPPEL, ROBERT	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WEISSHAPPEL, ROBERT	1.2 NAME	
STREET ADDRESS	1502 W SHURE DR	1.3 STREET ADDRESS	
CITY-ST-ZIP	ARLINGTON HTS IL	1.4 CITY-ST-ZIP	
TITLE	VD EARHART, STEPHEN	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	EARHART, STEPHEN	2.2 NAME	
STREET ADDRESS	1303 E. ALGOONQUIN RD	2.3 STREET ADDRESS	
CITY-ST-ZIP	SCHAUMBURG IL	2.4 CITY-ST-ZIP	
TITLE	VP MCCLAIN, CHRISTOPHER G	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MCCLAIN, CHRISTOPHER G	3.2 NAME	
STREET ADDRESS	1303 E ALGOONQUIN RD	3.3 STREET ADDRESS	
CITY-ST-ZIP	SCHAUMBURG IL	3.4 CITY-ST-ZIP	
TITLE	S LAWSON, A PETER	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	LAWSON, A PETER	4.2 NAME	
STREET ADDRESS	1303 E ALGOONQUIN RD	4.3 STREET ADDRESS	
CITY-ST-ZIP	SCHAUMBURG IL	4.4 CITY-ST-ZIP	
TITLE	VPD KOENEMANN, CARL	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	KOENEMANN, CARL	5.2 NAME	
STREET ADDRESS	1301 E. ALGOONQUIN RD.	5.3 STREET ADDRESS	
CITY-ST-ZIP	SCHAUMBURG IL	5.4 CITY-ST-ZIP	
TITLE	AS DYBALA, RAY A.	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	DYBALA, RAY A.	6.2 NAME	
STREET ADDRESS	1303 E. ALGOONQUIN RD	6.3 STREET ADDRESS	
CITY-ST-ZIP	SCHAUMBURG IL	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 _____ DATE 4/13/98

CR2E034 (10/97)

MOTOROLA CELLULAR SERVICE, INC.

PRINCIPAL PLACE OF BUSINESS:

1501 W. SHURE DRIVE
ARLINGTON HTS, IL

DIRECTORS:

CARL F. KOENEMANN
RICHARD D. HANING
FERDINAND C. KUZNIK

OFFICERS:

FERDINAND C. KUZNIK
CHRISTOPHER G. MCCLAIN
RICHARD D. HANING
CARL F. KOENEMANN
GERRY LENK
FRANK WAPOLE
SUZETTE STEIGER
PAUL STANFORD
GARTH L. MILNE
A. PETER LAWSON
MARYANN CLIFFORD
RAY A. DYBALA
WILLIAM C. FOX
MELVIN GACETA

PRESIDENT
VICE-PRESIDENT & GENERAL MANAGER
VICE PRESIDENT
VICE PRESIDENT
VICE PRESIDENT
VICE PRESIDENT
VICE PRESIDENT
VICE PRESIDENT
VICE PRESIDENT
TREASURER
SECRETARY
ASST. SECRETARY
ASST. SECRETARY
ASST. SECRETARY
ASST. SECRETARY & CONTROLLER