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BASIC AMENDMENT

SBA COMMUNICATIONS CORPORATION

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ARTICLES OF AMENDMENT

TO THE

ARTICLES OF INCORPORATION, AS AMENDED AND RESTATED,

OF

SBA COMMUNICATIONS CORPORATION

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Fourth Amended and Restated Articles of Incorporation:

ITEM I

The name of the corporation is SBA Communications Corporation (the "Corporation").

ITEM II

Article III - Capital Stock, Section A - Authorized Shares of the Fourth Amended and Restated Articles of Incorporation of the Corporation is hereby deleted in its entirety, and the following language is inserted in lieu thereof:

"<u>ARTICLE III.</u>

Capital Stock

A. AUTHORIZED SHARES

The total number of shares of all classes of stock that the Corporation shall have the authority to issue is Two Hundred Thirty-Eight Million One Hundred Thousand (238,100,000) shares, of which Thirty Million (30,000,000) shares shall be Preferred Stock, having a par value of $0.01 per share ("Preferred Stock"), Two Hundred Million (200,000,000) shares shall be classified as Class A Common Stock, par value $0.01 per share ("Class A Common Stock") and Eight Million One Hundred Thousand (8,100,000) shares shall be classified as Class B Common Stock, par value $0.01 per share ("Class B Common Stock") (collectively, together with the Class A Common Stock, the "Common Stock"). The Board of Directors is expressly authorized to provide for the classification and reclassification of any unissued shares of Common Stock or Preferred Stock and the issuance thereof in one or more classes or series without the approval of the shareholders of the Corporation."

ITEM III

The foregoing amendment to the Corporation's Fourth Amended and Restated Articles of Incorporation was duly authorized by the Corporation's Board of Directors on March 28, 2002.

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and pursuant to Section 607.1003 of the Florida Business Corporation Act was recommended to the holders of the Corporation's Class A Common Stock and Class B Common Stock as set forth in the Corporation's Proxy Statement dated April 16, 2002. At the Annual Meeting of the Shareholders of the Corporation held on May 16, 2002, the foregoing amendment was approved by the holders of the Class A Common Stock and Class B Common Stock, voting as a single class. The number of votes cast for the foregoing amendment by the holders of the Class A Common Stock and the Class B Common Stock, voting as a single class, were sufficient for approval.

ITEM IV

In accordance with Section 607.0123 of the Florida Business Corporation Act, this amendment to the Corporation's Fourth Amended and Restated Articles of Incorporation shall be effective as of May 16, 2002.

The undersigned has executed these Articles of Amendment to the Corporation's Fourth Amended and Restated Articles of Incorporation this 17th day of May, 2002.

Thomas P. Hunt
Senior Vice President and General Counsel