

Filing Fee: \$100.00

99230
ID Number: Applied For



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division

FOREIGN LIMITED PARTNERSHIP
APPLICATION FOR CERTIFICATE OF REGISTRATION

Pursuant to the provisions of Section 7-13-49 of the General Laws, 1956, as amended, the undersigned foreign limited partnership hereby applies for a Certificate of Registration to transact business in the State of Rhode Island and for that purpose submits the following statement:

1. The name of the limited partnership is American Tower Systems, L.P.
(The name must contain the words "limited partnership" or the letters and punctuation "L.P.")
and, if different, the name which it proposes to register and transact business in the state of Rhode Island is _____
2. The limited partnership is organized under the laws of Delaware and the date of its formation is January 12, 1998.
3. The general character of the business it proposes to transact in Rhode Island is to own and operate radio transmission towers.
4. The name and address of the agent for service of process is Corporation Service Company
(Name of Agent)
170 Westminster Street, Suite 900 Providence, RI 02903
(Street Address, not P.O. Box) (City/Town) (Zip Code)
5. The foreign limited partnership hereby agrees that if the foreign limited partnership fails to appoint an agent for service of process or, if appointed, the agent's authority has been revoked or if the agent cannot be found or served with the exercise of reasonable diligence, the foreign limited partnership appoints the Secretary of State of the State of Rhode Island as its agent for service of process.
6. The address of the office required to be maintain in the state of its organization by the laws of that state or, if not so required, of the principal office of the foreign limited partnership is:
116 Huntington Avenue, Boston, MA 02116

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7. The name and business address of each general partner is:

| General Partner | Business Address |
|---------------------|------------------------------|
| <u>ATSC GP Inc.</u> | <u>116 Huntington Avenue</u> |
| <u></u> | <u>Boston, MA 02116</u> |
| <u></u> | <u></u> |
| <u></u> | <u></u> |
| <u></u> | <u></u> |

8. The address of the office at which is kept a list of the names and addresses of the limited partners and their capital contributions, together with an undertaking by the foreign limited partnership to keep those records until the foreign limited partnership's registration in this state is cancelled or withdrawn is:

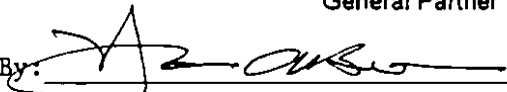
116 Huntington Avenue
Boston, MA 02116

9. A mailing address for the foreign limited partnership is: 116 Huntington Avenue
Boston, MA 02116

Dated January 28, 1998

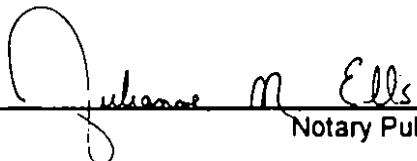
American Tower Systems, L.P.
(Exact name of Limited Partnership making application)

By ATSC GP Inc.
General Partner

By: 
Norman A. Bikales
Assistant Secretary

STATE OF MASSACHUSETTS
COUNTY OF SUFFOLK

In Boston, MA, on this 28th day of January, 1998, personally appeared before me Norman A. Bikales, who, being by me first duly sworn, declared that he/~~she~~ is a ~~General Partner of the~~ Assistant Secretary of ATSC GP Inc., the General Partner of American Tower Systems, L.P., that he/~~she~~ signed the foregoing documents as a General Partner of the limited partnership, and that the statements therein contained are true.



Notary Public
Commission expires: 11/25/99

CONSENT TO USE OF NAME

American Tower Systems (Delaware), Inc., a Delaware corporation, hereby consents to the qualification of American Tower Systems, L.P., a Delaware limited partnership, and to the use by such partnership of the name "American Tower Systems, L.P."

IN WITNESS WHEREOF, the said American Tower Systems (Delaware), Inc. has caused this consent to be executed by a duly authorized officer as of this 28th day of January, 1998.

AMERICAN TOWER SYSTEMS
(DELAWARE), INC.

By: 
Norman A. Bikales
Assistant Secretary

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF LIMITED PARTNERSHIP OF "AMERICAN TOWER SYSTEMS, L.P.", FILED IN THIS OFFICE ON THE TWELFTH DAY OF JANUARY, A.D. 1998, AT 9 O'CLOCK A.M.



A handwritten signature in cursive script, reading "Edward J. Freel", is written over a horizontal line.

Edward J. Freel, Secretary of State

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AUTHENTICATION: 8910691

DATE: 02-09-98

CERTIFICATE OF LIMITED PARTNERSHIP
OF
AMERICAN TOWER SYSTEMS, L.P.

This Certificate of Limited Partnership of American Tower Systems, L.P. (the "Partnership") is made as of January 12, 1998.

1. The name of the Partnership is American Tower Systems, L.P.

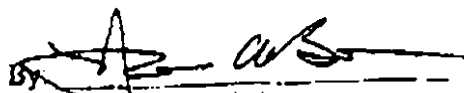
2. The address of the registered office of the Partnership in the State of Delaware is 1013 Centre Road, Wilmington, New Castle County, Delaware. The name and address of the registered agent for service of process on the Partnership are Corporation Service Company.

3. The name and business address of the general partner of the Partnership are as follows:

ATSC Holding Inc.
116 Huntington Avenue
Boston, MA 02116

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Limited Partnership to be executed in its capacity as the general partner of American Tower Systems, L.P. as of the date first above written.

ATSC HOLDING INC.
General Partner

By 
Norman A. Bikales
Assistant Secretary