

Filing Fee: \$100.00



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State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE

FOREIGN LIMITED PARTNERSHIP
APPLICATION FOR
CERTIFICATE OF REGISTRATION
OF

Sprint Spectrum L.P.

To the Secretary of State
of the State of Rhode Island

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:

FIRST: The name of the limited partnership including without abbreviation the words limited partnership is
Sprint Spectrum L.P.
and, if different, the name which it proposes to register and transact business in the State of Rhode Island is
Sprint Spectrum Limited Partnership
(If not applicable, so state)

SECOND: It is organized under the laws of Delaware
and the date of its formation is March 29, 1995

THIRD: The general character of the business it proposes to transact in Rhode Island is:
telecommunications and any business allowed under
Rhode Island law.

FOURTH: The Rhode Island address of its proposed agent for service of process on the foreign limited partnership is c/o The Prentice-Hall Corporation System, Inc.
Suite 900, 170 Westminster Street, Providence, Rhode Island 02903
and the name of the agent resident in Rhode Island at that address is
The Prentice-Hall Corporation System, Inc.

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FIFTH: 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limited partnership fails to appoint an agent for service of process or, if appointed, the agent's authority has been revoked or if the agent cannot be found or served with the exercise of reasonable diligence, the foreign limited partnership appoints the Secretary of State of the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.

SIXTH: The address of the office required to be maintained in the state of organization by the laws of that state or, if not so required, of the principal office of the foreign limited partnership is:
4717 Grand Ave., Fifth Floor, Kansas City, MO 64112

SEVENTH: The name and business address of each general partner (s):

General Partner (s)	Address (es)
Sprint Spectrum Holding Company, L.P.	4717 Grand Ave., Fifth Floor Kansas City, Missouri 64112

EIGHTH: The address of the office at which is kept a list of the names and addresses of the limited partners and their capital contributions:
4717 Grand Ave., Fifth Floor
Kansas City, Missouri 64112

NINTH: A mailing address for the foreign limited partnership:
4717 Grand Ave., Fifth Floor
Kansas City, Missouri 64112

TENTH: A statement of the aggregate capital contributions of the limited partner (s)
\$24,000,000.00

FOREIGN LIMITED PARTNERSHIP
REGISTERED IN THE STATE OF RHODE ISLAND

ELEVENTH: Such additional information as may be necessary or appropriate in order to enable the Secretary of State to determine whether such foreign limited partnership is entitled to a certificate of authority to transact business in this state and to determine and assess the fees payable as in this chapter prescribed.

Dated August 14, 19 96.

Sprint Spectrum L.P.
(Exact name of Limited Partnership making application)

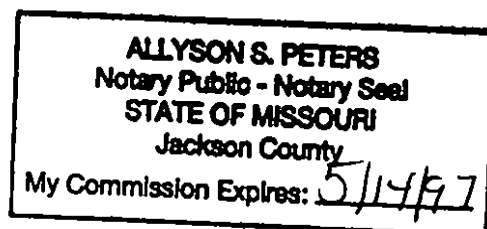
By Charles Wunsch
General Partner (s)
Charles Wunsch, Assistant Secretary

State of Missouri
County of Jackson } Sc.

At _____ in said county on this 14th
day of August, 19 96, personally appeared before me
Charles Wunsch
who, being by me first duly sworn, declared that he/she is a ^{duly authorized representative of the} General Partner of the partnership,
that he/she signed the foregoing
document as a General Partner of the limited partnership, and that the statements therein contained are true.

Allyson S. Peters

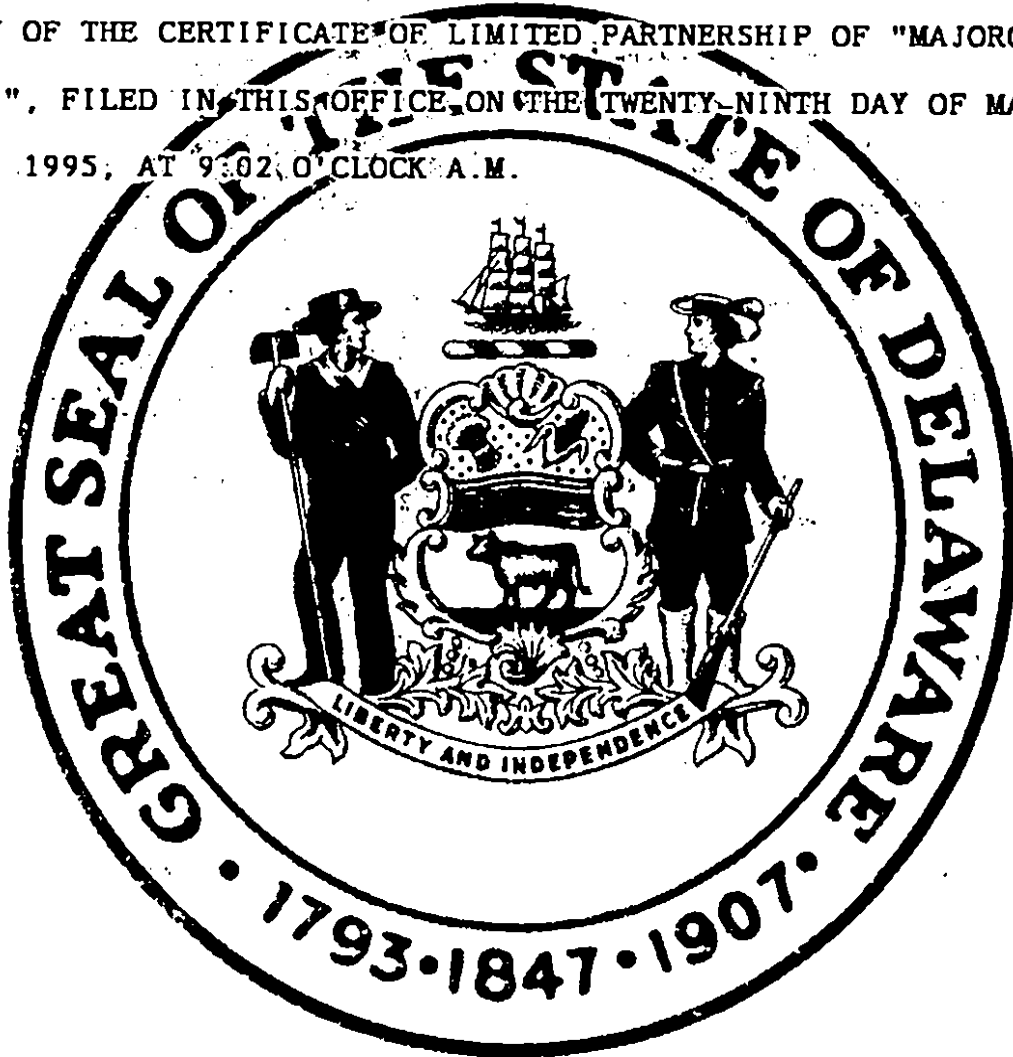
Notary Public



State of Delaware
Office of the Secretary of State

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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 "MAJORCO SUB, L.P.", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF MARCH, A.D. 1995, AT 9:02 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

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