

State of Idaho

Department of State

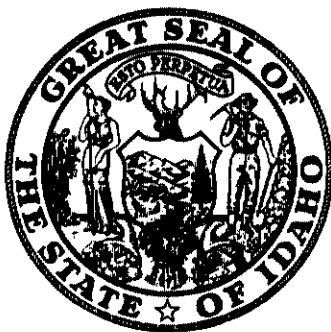
CERTIFICATE OF AUTHORITY OF

U S WEST PERSONAL COMMUNICATIONS DEVELOPMENT, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of U S WEST PERSONAL COMMUNICATIONS DEVELOPMENT, INC. for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to U S WEST PERSONAL COMMUNICATIONS DEVELOPMENT, INC. to transact business in this State under the name U S WEST PERSONAL COMMUNICATIONS DEVELOPMENT, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: May 14, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]*

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

RECEIVED
SECRETARY OF STATE

To the Secretary of State of Idaho

Pursuant to Section 34-3-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is U S WEST Personal Communications Development, Inc.
2. The name which it shall use in Idaho is U S WEST Personal Communications Development, Inc.
(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)
3. It is incorporated under the laws of the State of Colorado
4. The date of its incorporation is March 26, 1993 and the period of its duration is perpetual.
5. The address of its principal office in the state or country under the laws of which it is incorporated is 6200 South Quebec Street, Suite 450, Englewood, Colorado 80111
6. The address to which correspondence should be addressed, if different from that in Item 5.
c/o Barbara M. Japha, 7800 East Orchard Road, Suite 480, Englewood, CO 80111-2526
7. The street address of its proposed registered office in Idaho is 300 North 6th Street, Boise,
Idaho 83701, and the name of its proposed
registered agent in Idaho at that address is C T Corporation System
8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:
To facilitate the trial of new wireless personal communications services.

(Continued on reverse)

Submit application and certificate of status to:

Office of the Secretary of State
Division of Corporations
Statehouse, Room 203
Boise, Idaho 83720

Secretary of State use only

IDAH0 SECRETARY OF STATE

19930514 0900 74887 2

CK #: 234841 CUST# 1

CORPORATIO 10 60.00= 60.00

1

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
Charles M. Lillis	Director	7800 E. Orchard Rd., Englewood, CO 80111
Stephen D. Boyd	President & Treasurer	6200 South Quebec St., Englewood, CO 80111
Barbara M. Japha	Secretary	7800 E. Orchard Rd., Englewood, CO 80111
Keith G. Galitz	Asst. Secretary	1801 California St., Denver, CO 80202
Stephen E. Brilz	Asst. Secretary	7800 E. Orchard Rd., Englewood, CO 80111
Terry K. Stephens	Asst. Secretary	7800 E. Orchard Rd., Englewood, CO 80111

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This application is accompanied by a Certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: April 28, 1993

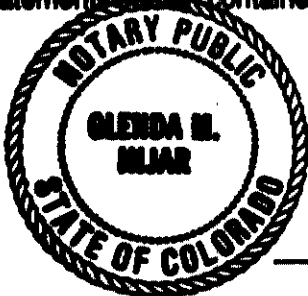
U S WEST Personal Communications Development, Inc.

By X Stephen D. Boyd - PRESIDENT
(Corporation name)
its President/Vice-President (please specify)
 and X Barbara M. Japha
its Secretary/Assistant Secretary (please specify)

STATE OF COLORADO)
) ss:
 COUNTY OF ARAPAHOE)

I, Glenda M. Hjar, a notary public, do hereby certify that on this 28th day of April, 19 93, personally appeared before me Stephen D. Boyd, who being by me first duly sworn, declared that (s)he is the President of U S WEST Personal Communications Development, Inc.

that (s)he signed the foregoing documents as President of the corporation and that the statements therein contained are true.



My Commission Expires September 1, 1993

Glenda M. Hjar
 Notary Public

REC'D
SEC. OF STATE

93 MAY 14 AM 8 40



STATE OF COLORADO

DEPARTMENT OF STATE CERTIFICATE

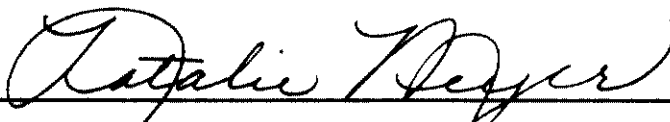
I, **NATALIE MEYER**, *Secretary of State of the State of Colorado* hereby certify that

According to the records of this office

U S WEST PERSONAL COMMUNICATIONS DEVELOPMENT, INC.
(COLORADO CORPORATION)

file # 931032628 was filed in this office on MARCH 26, 1993, and has complied with the applicable provisions of the laws of the State of Colorado and on this date is in good standing and authorized and competent to transact business or to conduct its affairs within this state.

Dated: **APRIL 27, 1993**



SECRETARY OF STATE