

State of Idaho

Office of the Secretary of State

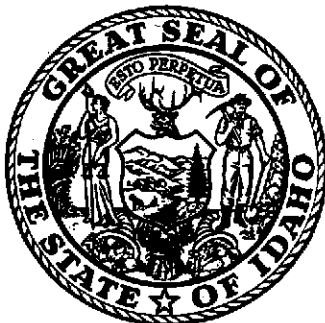
**CERTIFICATE OF AUTHORITY
OF
NCWPCS SKYTREE NEWCO, LLC**

File Number W 144489

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Uniform Limited Liability Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: November 19, 2014



Ben Yursa

SECRETARY OF STATE

By _____

[Signature]



APPLICATION FOR CERTIFICATE OF AUTHORITY FOR FOREIGN LIMITED LIABILITY COMPANY

(Instructions on back of application)

2014 NOV 19 PM 2:13

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the limited liability company is:

NCWPCS Skytree Newco, LLC

2. If the name of the limited liability company is not permissible or is not available in Idaho, the name the foreign limited liability company will use in Idaho is:

3. The jurisdiction under whose laws the limited liability company is formed is: Delaware

4. The name and complete street address of the registered agent in Idaho is:

C T Corporation System

921 S Orchard Street, Suite G, Boise, Idaho 83705

5. The street and mailing address of the limited liability company's principal office is:

1025 Lenox Park Blvd. NE, Atlanta, GA 30319

Street Address

Mailing Address, if different

6. The street and mailing address of the limited liability company's office in the jurisdiction under whose laws it is organized is:

1209 Orange Street, Wilmington, DE 19801

Street Address

Mailing Address, if different

7. The name and mailing address of at least one member or manager:

New Cingular Wireless PCS, LLC

1025 Lenox Park Blvd. NE, Atlanta, GA 30319

8. The mailing address for future correspondence:

1025 Lenox Park Blvd. NE, Atlanta, GA 30319

9. Signature of a manager, member or authorized person.

Signature

Nate Thurgood

Asst. Secretary of AT&T Mobility Corporation,
(which is the manager of New Cingular Wireless PCS, LLC)
New Cingular Wireless PCS, LLC, Member

Secretary of State use only

IDAHO SECRETARY OF STATE

11/19/2014 05:00

CK: PREPAID CT: 278665 BH: 1449977

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1@ 20.00 = 20.00 EXPEDITE C #3

W144489

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NCWPCS SKYTREE NEWCO, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTEENTH DAY OF NOVEMBER, A.D. 2014.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

5632517 8300

141420937

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1872777

DATE: 11-17-14