

**FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00**

PROFIT CORPORATION  
ANNUAL REPORT  
1996



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State  
DIVISION OF CORPORATIONS

DOCUMENT # J92306 (6)  
1. Corporation Name  
**OCALA CELLULAR PARTNERS, Inc.**

Principal Place of Business: 5000 Carillon Point, Kirkland, WA 98033  
Mailing Address: 5000 Carillon Point, Kirkland, WA 98033

3. Date Incorporated or Qualified: 9/15/1987  
3a. Date of Last Report: 3/15/1995  
4. FEI Number: 91-1386699  
5. Certificate of Status Desired:  \$8.75 Additional Fee Required  
6. Election Campaign Financing Trust Fund Contribution:  \$5.00 May Be Added to Fees  
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes:  Yes  No

2. Principal Place of Business: 21  
2a. Mailing Address: 26  
Suite, Apt. #, etc.: 22  
City & State: 23  
Zip: 24 Country: 25  
City & State: 27  
City & State: 28  
Zip: 29 Country: 30

9. Name and Address of Current Registered Agent

The Prentice Hall Corporation System, Inc.  
1201 Hays Street  
Suite 105  
Tallahassee FL 32301

10. Name and Address of New Registered Agent

81 Name  
82 Street Address (P.O. Box Number is Not Acceptable)  
83  
84 City FL 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. Thereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature, typed or printed name of registered agent, if not applicable

(NOTE: Registered Agent signature required when establishing)

DATE

OFFICERS AND DIRECTORS

13.

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE	P	<input type="checkbox"/> DELETE
NAME	Steven W. Hooper	
STREET ADDRESS	5000 Carillon Pont	
CITY-ST-ZIP	Kirkland, WA 98033	
TITLE	S	<input type="checkbox"/> DELETE
NAME	Wayne M. Perry	
STREET ADDRESS	5000 Carillon Pont	
CITY-ST-ZIP	Kirkland, WA 98033	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	Mark U. Thomas	
STREET ADDRESS	5000 Carillon Point	
CITY-ST-ZIP	Kirkland, WA 98033	
TITLE	VP/AS	<input type="checkbox"/> DELETE
NAME	Jennifer Marsh	
STREET ADDRESS	5000 Carillon Point	
CITY-ST-ZIP	Kirkland, WA 98033	
TITLE	CFO/T	<input type="checkbox"/> DELETE
NAME	Rolla P. Huff	
STREET ADDRESS	5000 Carillon Point	
CITY-ST-ZIP	Kirkland, WA 98033	
TITLE	SVP/D	<input type="checkbox"/> DELETE
NAME	Andrew A. Quartner	
STREET ADDRESS	5000 Carillon Point	
CITY-ST-ZIP	Kirkland, WA 98033	

1. TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2. NAME	
3. STREET ADDRESS	
4. CITY-ST-ZIP	
1. TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2. NAME	
3. STREET ADDRESS	
4. CITY-ST-ZIP	
3. 1. TEL	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3. 2. NAME	
3. 3. STREET ADDRESS	
3. 4. CITY-ST-ZIP	
4. 1. TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4. 2. NAME	
4. 3. STREET ADDRESS	
4. 4. CITY-ST-ZIP	
5. 1. TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5. 2. NAME	
5. 3. STREET ADDRESS	
5. 4. CITY-ST-ZIP	
6. 1. TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6. 2. NAME	
6. 3. STREET ADDRESS	
6. 4. CITY-ST-ZIP	

500001905945  
-07/26/96--01079--007  
\*\*\*225.00

14. I do hereby certify that the information furnished with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes, and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address

SIGNATURE:   
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

7-19-96

206-828-8628

CR2E034 (12/95)

J 92306

**OFFICERS OF  
SOUTHEAST REGIONAL SUBSIDIARIES**

President/Chief Executive Officer	Steven W. Hooper	5000 Carillon Point Kirkland, WA 98033
Executive Vice President - International Affairs	Mark R. Hamilton	5000 Carillon Point Kirkland, WA 98033
Executive Vice President - National Operations	Maggie Wilderotter	5000 Carillon Point Kirkland, WA 98033
Sr. Vice President - Acquisitions & Development/Asst. Secretary	Scott I. Anderson	5000 Carillon Point Kirkland, WA 98033
Sr. Vice President - Cellular Operations Western Region	Richard Begert	10210 NE Points Dr., Ste 400 Kirkland, WA 98033
Sr. Vice President - Messaging	Robert P. Croft	110 - 110th Avenue NE Bellevue, WA 98004
Sr. Vice President - Cellular Operations Southeast Region	William B. Oberlink	250 So. Australian Ave., 8th Flr. West Palm Beach, Florida 33401
Sr. Vice President - Cellular Operations Northeast Region	Dennis O'Connell	15 East Midland Avenue Paramus, NJ 07652
Sr. Vice President/Chief Financial Officer/Treasurer	Rolla P. Huff	5000 Carillon Point Kirkland, WA 98033
Sr. Vice President/General Counsel	Gregory P. Landis	5000 Carillon Point Kirkland, WA 98033
Sr. Vice President - People Development	Kerry B. Larson	5000 Carillon Point Kirkland, WA 98033
Sr. Vice President - Finance	Jeffrey C. Lyman	5000 Carillon Point Kirkland, WA 98033
Sr. Vice President - Cellular Operations Central Region	William Malloy	2630 Liberty Avenue Liberty Commons Pittsburgh, PA 15222-4657

**OFFICERS OF  
SOUTHEAST REGIONAL SUBSIDIARIES**

Vice President - Controller	Timothy L. McLaughlin	5000 Carillon Point Kirkland, WA 98033
Sr. Vice President - Chief Scientist	Robert G. Mechaley, Jr.	14520 Northeast 87th Street Redmond, WA 98052
Sr. Vice President -External Affairs/ Asst. Secretary	Scott K. Morris	5000 Carillon Point Kirkland, WA 98033
Sr. Vice President/ Asst. Secretary	Andrew A. Quartner	1150 Connecticut Ave., 4th Flr Washington, D.C. 20036
Sr. Vice President/ Asst. Treasurer	John D. Thompson	5000 Carillon Point Kirkland, WA 98033
Sr. Vice President - Cellular Operations Southwest Region	Daniel Yost	5757 Alpha Road, Ste 1000 Dallas, TX 75240
Vice President - Chief Counsel Employment	Deborah Allard	5000 Carillon Point Kirkland, WA 98033
Vice President - Messaging	Rick C. Applegate	110 - 110th Avenue NE Bellevue, WA 98004
Vice President - Network Services	Gene Beall	5000 Carillon Point Kirkland, WA 98033
Vice President	Mark D. Bradner	5000 Carillon Point Kirkland, WA 98033
Vice President - External Affairs/ Asst. Secretary	Douglas I. Brandon	1150 Connecticut Ave., 4th Flr Washington, D.C. 20036
Vice President - Network Operations	Douglas L. Carter	5000 Carillon Point Kirkland, WA 98033
Vice President	John Casamassina	250 South Australian Ave. West Palm Beach, FL 33401
Vice President/CFO - Southeast Region	Brent Crippen	250 South Australian Ave. West Palm Beach, FL 33401
Vice President - International Affairs	John F. Donohue, Jr.	5000 Carillon Point Kirkland, WA 98033

**OFFICERS OF  
SOUTHEAST REGIONAL SUBSIDIARIES**

Vice President	Emilio Echave	250 South Australian Ave. West Palm Beach, FL 33401
Vice President - People Development	Mark P. Fanning	5000 Carillon Point Kirkland, WA 98033
Vice President - Law/Asst. Secretary	Steven P. Goldman	5000 Carillon Point Kirkland, WA 98033
Vice President - Acquisitions, Development and International/ Asst. Secretary	William W. Hague	5000 Carillon Point Kirkland, WA 98033
Vice President- Chief Counsel Technology / Asst. Secretary	Cynthia M. Hayward	5000 Carillon Point Kirkland, WA 98033
Vice President - General Counsel/ Asst. Secretary Southeast Region	William H. Higgins	250 South Australian Ave. West Palm Beach, FL 33401
Vice President- Offer Management	Sharon Jenkins	5000 Carillon Point Kirkland, WA 98033
Vice President - National Retail Ops.	David A. Juliano	222 Delaware Ave., 7th Flr Wilmington, DE 19801
Vice President - External Affairs	Kurt C. Maass	5000 Carillon Point Kirkland, WA 98033
Vice President - Law/ Asst. Secretary	Jennifer G. Marsh	5000 Carillon Point Kirkland, WA 98033
Vice President - External Affairs/ Asst. Secretary	Cathleen A. Massey	1150 Connecticut Ave., 4th Flr Washington, D.C. 20036
Vice President - Engineering	Roderick Nelson	5000 Carillon Point Kirkland, WA 98033
Vice President - External Affairs	Marsha D. Olch	5000 Carillon Point Kirkland, WA 98033
Vice President - Integration Management	Patricia Prozzi	2630 Liberty Avenue Liberty Commons Pittsburgh, PA 15222-4657
Vice President - PCS	Jordan Roderick	5000 Carillon Point Kirkland, WA 98033

**OFFICERS OF  
SOUTHEAST REGIONAL SUBSIDIARIES**

Vice President - Marketing	Neve R. Savage	5000 Carillon Point Kirkland, WA 98033
Vice President	John Shoji	5000 Carillon Point Kirkland, WA 98033
Vice President - Chief Marketing Counsel	Byron Springer	5000 Carillon Point Kirkland, WA 98033
Vice President - Tax/ Asst. Treasurer	Mark U. Thomas	5000 Carillon Point Kirkland, WA 98033
Vice President - Wireless Data	Kendra Vandermeulen	10230 NE Points Drive Kirkland, WA 98033
Vice President - International	Michael Verstegen	5000 Carillon Point Kirkland, WA 98033
Vice President - National Accounts	Garry L. Welch	14520 NE 87th Street Redmond, WA 98052
Vice President - Communications	Todd Wolfenbarger	5000 Carillon Point Kirkland, WA 98033
Asst. Vice President - Accounting	Julie A. Taylor	5000 Carillon Point Kirkland, WA 98033
Secretary	Wayne M. Perry	5000 Carillon Point Kirkland, WA 98033
Asst. Secretary	Candy A. Castle	5000 Carillon Point Kirkland, WA 98033
Asst. Secretary	Stephanie Girias	5000 Carillon Point Kirkland, WA 98033
Asst. Secretary	J. Walter Hyer, III	10210 NE Points Drive, Ste 400 Kirkland, WA 98033
Asst. Secretary	Diane McMahan	5000 Carillon Point Kirkland, WA 98033
Asst. Secretary	Jill Mounsey	5000 Carillon Point Kirkland, WA 98033
Asst. Secretary	Carrie L. Schnelker	10230 NE Points Drive Kirkland, WA 98033

**OFFICERS OF  
SOUTHEAST REGIONAL SUBSIDIARIES**

**Asst. Secretary**

**Karen Shinevar**

**15 East Midland Avenue  
Paramus, NJ 07652**

**Asst. Secretary**

**Elizabeth L. Wallin**

**5757 Alpha Rd., Ste 1000  
Dallas, TX 75240**