

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

**FILED**  
**May 10, 1999 8:00 am**  
**Secretary of State**

05-10-1999 90194 046 \*\*\*150.00

PROFIT CORPORATION ANNUAL REPORT 1999



FLORIDA DEPARTMENT OF STATE  
**Katherine Harris**  
 Secretary of State  
 DIVISION OF CORPORATIONS

DOCUMENT # P31617

1. Corporation Name  
**OCALA CELLULAR TELEPHONE COMPANY, INC.**



Principal Place of Business	Mailing Address
5000 CARILLON POINT KIRKLAND WA 98033	5000 CARILLON POINT KIRKLAND WA 98033

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified	Applied For
10/31/1990	Not Applicable
4. FEI Number	Applied For
91-1429238	Not Applicable
5. Certificate of Status Desired	\$8.75 Additional Fee Required
<input type="checkbox"/>	
6. Election Campaign Financing Trust Fund Contribution	\$5.00 May Be Added to Fees
<input type="checkbox"/>	
8. This corporation owes the current year Intangible Personal Property Tax.	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

2. Principal Place of Business	2a. Mailing Address
21 7277 164TH AVENUE NE	26 PO BOX 97061
Suite, Apt. #, etc.	Suite, Apt. #, etc.
22	27
City & State	City & State
23 REDMOND, WA	28 REDMOND, WA
Zip Country	Zip Country
24 98052 25 USA	29 98073-9761 30 USA

9. Name and Address of Current Registered Agent

C T CORPORATION SYSTEM  
 1200 SOUTH PINE ISLAND RD.  
 PLANTATION FL 33324

10. Name and Address of New Registered Agent

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City
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. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_  
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	P <input type="checkbox"/> DELETE	11 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HESSE, DANIEL R	12 NAME	
STREET ADDRESS	5000 CARILLON POINT	13 STREET ADDRESS	7277 164TH AVENUE NE
CITY-ST-ZIP	KIRKLAND WA	14 CITY-ST-ZIP	REDMOND, WA 98052
TITLE	S <input type="checkbox"/> DELETE	2.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	LANDIS, GREGORY P	2.2 NAME	VP/S
STREET ADDRESS	5000 CARILLON POINT	2.3 STREET ADDRESS	7277 164TH AVENUE NE
CITY-ST-ZIP	KIRKLAND WA	2.4 CITY-ST-ZIP	REDMOND, WA 98052
TITLE	VP <input type="checkbox"/> DELETE	3.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	THOMAS, MARK U.	3.2 NAME	VP/T
STREET ADDRESS	5000 CARILLON POINT	3.3 STREET ADDRESS	7277 164TH AVENUE NE
CITY-ST-ZIP	KIRKLAND WA 98033	3.4 CITY-ST-ZIP	REDMOND, WA 98052
TITLE	VPAS <input checked="" type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MARSH, JENNIFER	4.2 NAME	
STREET ADDRESS	5000 CARILLON POINT	4.3 STREET ADDRESS	
CITY-ST-ZIP	KIRKLAND WA 98033	4.4 CITY-ST-ZIP	
TITLE	VCT <input checked="" type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	THOMPSON, JOHN D	5.2 NAME	
STREET ADDRESS	5000 CARILLON POINT	5.3 STREET ADDRESS	SEE ATTACHED COMPLETE LIST
CITY-ST-ZIP	KIRKLAND WA	5.4 CITY-ST-ZIP	OF OFFICERS & DIRECTORS
TITLE	D <input type="checkbox"/> DELETE	6.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BRADNER, M	6.2 NAME	
STREET ADDRESS	5000 CARILLON POINT	6.3 STREET ADDRESS	7277 164TH AVENUE NE
CITY-ST-ZIP	KIRKLAND WA 98033	6.4 CITY-ST-ZIP	REDMOND, WA 989052

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), 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, with all other like empowered.

SIGNATURE: \_\_\_\_\_ April 15, 1999 425-580-6000  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (11/98)

535528-90194-46

Ocala Cellular Telephone Company, Inc.  
List of Officers and Directors  
as of March 12, 1999

#P31612

Title	Name	Address
President	Daniel R. Hesse	7277 164 <sup>th</sup> Avenue NE Redmond, WA 98052
Sr. Vice President - East Area	Emilio Echave	11760 N. U.S. Highway One West Tower, 3 <sup>rd</sup> Floor North Palm Beach, FL 33408
Sr. Vice President - West Area	Robert H. Johnson	700 Fifth Avenue, Suite 2100 Seattle, WA 98104
Sr. Vice President - Acquisitions/ Assistant Secretary	William W. Hague	7277 164 <sup>th</sup> Avenue NE Redmond, WA 98052
Sr. Vice President - Business Planning	Jeffrey C. Lyman	7277 164 <sup>th</sup> Avenue NE Redmond, WA 98052
Sr. Vice President - Engineering	Roderick Nelson	7277 164 <sup>th</sup> Avenue NE Redmond, WA 98052
Sr. Vice President - External Affairs/ Assistant Secretary	Scott K. Morris	7277 164 <sup>th</sup> Avenue NE Redmond, WA 98052
Sr. Vice President - General Counsel and Secretary	Gregory P. Landis	7277 164 <sup>th</sup> Avenue NE Redmond, WA 98052
Sr. Vice President - Partnership Operations	Mary F. Hawkins-Key	7277 164 <sup>th</sup> Avenue NE Redmond, WA 98052
Sr. Vice President - People Development	Catherine Washburn	7277 164 <sup>th</sup> Avenue NE Redmond, WA 98052
Sr. Vice President - Wireless Data	Kendra VanderMeulen	10230 NE Points Drive Kirkland, WA 98033
Executive Vice President - International Development and Operations	Mark R. Hamilton	7277 164 <sup>th</sup> Avenue NE Redmond, WA 98052
Executive Vice President - Wireless Operations	William M. Malloy	2630 Liberty Avenue Liberty Commons Pittsburgh, PA 15222-4657
Executive Vice President - Wireless Products	Jordan M. Roderick	7277 164 <sup>th</sup> Avenue NE Redmond, WA 98052
Vice President	Larry Siefert	7277 164 <sup>th</sup> Avenue NE Redmond, WA 98052
Vice President/Assistant Secretary	J. Walter Hyer, III	7277 164 <sup>th</sup> Avenue NE Redmond, WA 98052
Vice President - Chief Litigation Counsel	Robert Stokes	7277 164 <sup>th</sup> Avenue NE Redmond, WA 98052

535528-90194-46

Ocala Cellular Telephone Company, Inc.  
List of Officers and Directors  
as of March 12, 1999

#P31617

Title	Name	Address
Vice President – Corporate Communications	Jane O'Donaghue	7277 164 <sup>th</sup> Avenue NE Redmond, WA 98052
Vice President - External Affairs/ Assistant Secretary	Douglas I. Brandon	1150 Connecticut Avenue Fourth Floor Washington, DC 20036
Vice President - Tax and Treasurer	Mark U. Thomas	7277 164 <sup>th</sup> Avenue NE Redmond, WA 98052
Assistant Treasurer	Antoinette A. Duah	412 Mt. Kemble Avenue Morristown, NJ 07962
Assistant Treasurer	Jeffrey Tutnauer	412 Mt. Kemble Avenue Morristown, NJ 07962
Assistant Secretary	Catherine A. Blue	15 East Midland Avenue Paramus, NJ 07652
Assistant Secretary	Glenn J. Blumstein	14520 N.E. 87 <sup>th</sup> Street Redmond, WA 98052
Assistant Secretary	Carol A. Castle	7277 164 <sup>th</sup> Avenue NE Redmond, WA 98052
Assistant Secretary	Audrey F. Crafton	17300 North Dallas Parkway Suite 1000 Dallas, TX 75248
Assistant Secretary	Chad Fischer	7277 164 <sup>th</sup> Avenue NE Redmond, WA 98052
Assistant Secretary	Terri T. Franklin	17300 North Dallas Parkway Suite 1000 Dallas, TX 75248
Assistant Secretary	William H. Higgins	11760 North US Highway 1 West Tower, Third Floor North Palm Beach, FL 33408
Assistant Secretary	John R. McDonough	10000 Goethe Road Sacramento, CA 95827
Assistant Secretary	Diane Melvin	7277 164 <sup>th</sup> Avenue NE Redmond, WA 98052
Assistant Secretary	Yukio Morikubo	7277 164 <sup>th</sup> Avenue NE Redmond, WA 98052
Assistant Secretary	Jill R. Mounsey	7277 164 <sup>th</sup> Avenue NE Redmond, WA 98052

Ocala Cellular Telephone Company, Inc.  
List of Officers and Directors  
as of March 12, 1999

535528-90194-46  
#P31617

<b>Title</b>	<b>Name</b>	<b>Address</b>
Assistant Secretary	Michael C. Schwartz	7277 164 <sup>th</sup> Avenue NE Redmond, WA 98052
Assistant Secretary	Elizabeth L. Wallin	17300 North Dallas Parkway Suite 1000 Dallas, TX 75248
Director	Mark Bradner	7277 164 <sup>th</sup> Avenue NE Redmond, WA 98052
Director	Todd Pladson	7277 164 <sup>th</sup> Avenue NE Redmond, WA 98052
Director	Ron Trinchitella	5077 Blackhawk Drive Danville, CA 94506