Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

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| In the Matter of | ) | |
| | ) | |
| Amendment of Part 90 of the Commission's Rules to Facilitate Future Development of SMR Systems in the 800 MHz Frequency Band | ) | PR Docket No. 93-144<br>RM-8117, RM-8030<br>RM-8029 |
| | ) | |
| Implementation of Sections 3(n) and 322 of the Communications Act Regulatory Treatment of Mobile Services | ) | GN Docket No. 93-252 |
| | ) | |
| Implementation of Section 309(j) of the Communications Act Competitive Bidding | ) | PP Docket No. 93-253 |

To: Daniel B. Phythyon, Chief
Wireless Telecommunications Bureau

**PETITION FOR PARTIAL RECONSIDERATION**

Respectfully submitted,

NORTH SIGHT COMMUNICATIONS, INC.

By: Alan S. Tilles, Esquire

Its Attorney

Meyer, Faller, Weisman & Rosenberg, P.C.
4400 Jenifer Street, N.W.
Suite 380
Washington, D.C. 20015
(202) 362-1100

Date: December 12, 1997

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## SUMMARY

North Sight Communications, Inc. ("North Sight"), hereby respectfully requests partial reconsideration of the Memorandum Opinion and Order ("MO&O") dated November 12, 1997 by the Chief, Wireless Telecommunications Bureau, with regard to the Chief's decision to reconsider the Chief's denial of the Extended Implementation Request filed by Telecellular in the above-captioned proceeding.

The Bureau has made a series of errors with regard to its review of Telecellular's various requests. A review of these circumstances demonstrate that: (1) the licensees should not have been granted authorizations initially; (2) Telecellular should not have been issued any extended implementation authority; and (3) the Bureau's action extending the deadline is inconsistent with past Commission practice.

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To: Daniel B. Phythyon, Chief
Wireless Telecommunications Bureau

## PETITION FOR PARTIAL RECONSIDERATION

North Sight Communications, Inc. ("North Sight"), through counsel and pursuant to Section 1.106 of the Commission's Rules, 47 C.F.R. §1.106, hereby respectfully requests partial reconsideration of the Memorandum Opinion and Order ("MO&O") dated November 12, 1997[1] by the Chief, Wireless Telecommunications Bureau, with regard to the Chief's decision to reconsider the Chief's denial of the Extended Implementation Request filed by Telecellular in the above-captioned proceeding.[2] In support thereof, the following is shown:

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[1]DA 97-2373.

[2]Order, 1997 FCC Lexis 2659, DA 97-1059 (May 20, 1997).

## II. BACKGROUND

### A. North Sight's Standing

Pursuant to Section 1.106(b)(1) of the Commission's Rules, North Sight is the licensee of numerous 800 MHz stations in Puerto Rico. Further, as the recent "winner" of the FCC 800 MHz "Upper Band" Auction for Puerto Rico's "Block C", North Sight is therefore severely impacted by the Bureau's continued extension of Telecellular's authority for frequencies which North Sight has purchased at auction.

Further, North Sight was previously unable to file an Opposition to Telecellular's Petition for Reconsideration of June 20, 1997 as North Sight was unaware of the filing. Specifically, on September 4, 1997, the Commission issued a Public Notice entitled "Petitions and Applications Affecting 800 MHz Specialized Mobile Radio Upper Band Spectrum",[3] which did not include the Telecellular Petition. Although the cover of the document indicates that there may be omissions from the chart, counsel to North Sight did check with the Commission shortly after the Commission's requested correction date of September 15, 1997 and did not find any reference to Telecellular's Petition. As a result, North Sight made its bidding strategy (including decisions as to whether to purchase other analog systems in the area) based upon its belief that Telecellular's system would need to be constructed by November, 1997.

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[3]DA 97-1901.

## B. Telecellular Background[4]

During 1993 and 1994, thirteen applicants filed requests for new 800 MHz spectrum in Puerto Rico.[5] Each of these applications listed the person preparing the application as Marie T. Cling of Cling Communications in Northfield, Ohio, or the Law Offices of Richard S. Myers in Washington, D.C. The first group of licenses were granted on September 24, 1993.

On May 25, 1994, the law offices of Richard S. Myers filed a Request For Extended Implementation Period on behalf of "Participating Licensees Of Telecellular". Attached to the filing was a list of the thirteen licensees and their authorizations. The May, 1994 filing claimed that "Telecellular" was a "joint venture" of the thirteen licensees. There was no statement or showing as to whether "Telecellular" was a corporation, partnership, individual or association. Further, there was no letter from any licensee indicating their consent to the filing or their participation therein.

The May, 1994 filing claimed that the venture would begin construction in February of 1995, begin providing service in February of 1996, and complete construction by November of 1999. It was claimed that eleven of the licensees were Puerto Rican residents, and that the venture intended to implement a Motorola "MIRS" system as its chosen technology. Telecellular's Request was

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[4]To the extent that North Sight may inadvertently exclude any facts previously presented to the Commission in any pleading, it should be noted that North Sight experienced extreme difficulty in obtaining Telecellular's filings from the Commission.

[5]The licensees were Caribbean Spectrum, Inc.; SMR Spectrum P.R., Inc.; Island Spectrum, Inc.; Island Digital Communications, Inc.; Island Communications, Inc.; SMR Digital P.R., Inc.; Island SMR, Inc.; Caribbean SMR, Inc.; Caribbean Communications, Inc.; Caribbean Digital Communications, Inc.; Arecibo SMR, Inc.; Ponce SMR, Inc.; and San Juan Caguas SMR, Inc. This group was later supplemented to include three additional licensees: Apex Communication, Inc.; Mayaguez SMR, Inc.; and Carlos R. Rodriguez Botet d/b/a PRS Caguas. However, the June 20, 1997 Petition for Reconsideration still makes reference to Telecellular being a joint venture of thirteen licensees.

supplemented on July 29, 1994 and September 13, 1994 to add new licensees, with no additional information regarding the venture.

On August 8, 1994, the Land Mobile Branch of the Licensing Division tolled the construction dates of the stations until such time as the Commission reviewed the request. On February 27, 1995, the Commission granted the extension, conditioned on the outcome of the Commission's action in PR Docket No. 93-144.

On May 17, 1995, Telecellular sought to amend its construction schedule. Telecellular claimed that the SMR application freeze prevented the joint venture from proceeding with its build-out plan. Also Telecellular claimed that it was unable to finalize an agreement for financing and equipment for the system. Telecellular claimed that it would construct "0-9" sites by the end of the first year and "0-15" sites by the end of the second year. The Commission granted the amendment on July 31, 1995.

According to the June 20, 1997 Petition, in October of 1995, Telecellular de Puerto Rico, Inc. ("TPR") signed agreements with Ericsson, Inc., which included a $2 million dollar "Bridge Loan". Ericsson apparently advanced TPR $1 million for "development money". The June, 1997 Petition claims that TPR "has a Network management role in relation to the individual licensees participating in the Network. It has responsibility for facilitating and managing all activities necessary for the construction and ongoing operation of the Network..." To North Sight's knowledge, a copy of the joint venture agreement nor the Telecellular agreement with TPR has been filed with the Commission.

The June, 1997 Petition claims that TPR signed an agreement with GTE Services, Inc. in March 1996 to "engineer, manage and construct the project". Again, to North Sight's knowledge, a copy of this agreement has not been provided to the Commission.

According to the June, 1997 Petition, "Telecellular, Inc." ("TI"), with its President listed as Pendleton Waugh and its Vice-President Paul Conrad, filed a lawsuit against Telecellular claiming that TI was the rightful manager of the system, not TPR. The lawsuit was filed in April of 1996, almost three years after the initial licenses were granted. Conrad is a principal of Carribean Spectrum, Inc. Originally, eight of the sixteen licensees supported TI, with five applicants ultimately withdrawing their from support from TI, leaving Caribbean Spectrum, Inc., Island SMR, Inc. and Island Digital Communication, Inc. as licensee-plaintiffs.

In sum, the lawsuit alleges fraud against Waugh and Conrad by some of the other licensees in establishing another Telecellular corporation and signing a second joint venture agreement. For purposes of North Sight's reconsideration, however, it is sufficient to recognize that the plaintiffs and defendants, with the exception of Waugh, are licensees listed in the original Extension Request.

Telecellular filed its Extended Implementation Rejustification ("Rejustification") on July 15, 1996. Telecellular did not mention the pending lawsuit. The Telecellular Rejustification was denied by the Bureau on May 20, 1997, citing Telecellular's failure to even begin construction of its facilities, first licensed almost four years prior.[6] Telecellular was given until six months after the release date of the Order to complete its construction.

Telecellular filed a Petition for Reconsideration of this decision on June 20, 1997. The June, 1997 Petition claims that the TI lawsuit resulted in Ericsson canceling its Agreement with TPR, thereby hampering Telecellular's ability to begin its construction. Telecellular claims that it failed to tell the Commission about the lawsuit because Telecellular believed that compliance with its

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[6]Order, 1997 FCC Lexis 2659, DA 97-1059 (May 20, 1997).

construction schedule was sufficient to receive a complete two-year extension of the construction deadline. Telecellular also noted the successful defense of the TPR lawsuit.

On November 12, 1997, the Bureau reconsidered its denial of the extension, holding that Telecellular's circumstances were unique and the lawsuit was a matter beyond Telecellular's control.[7]

## II. PETITION FOR RECONSIDERATION

The Bureau has made a series of errors with regard to its review of Telecellular's various requests. A review of these circumstances demonstrate that: (1) the licensees should not have been granted authorizations initially; (2) Telecellular should not have been issued any extended implementation authority; and (3) the Bureau's action extending the deadline is inconsistent with past Commission practice. North Sight will examine these errors chronologically.

### A. The Bureau Failed To Investigate The Bona Fides Of The Licensees

The original licenses were based upon applications filed by the same two sources for multiple applicants. Immediately, this raises a question as to whether the applicants were truly the real party in interest and whether there was any violation of the former "40 mile rule" previously contained in Section 90.627 of the Commission's Rules. Although the Commission may not have recognized any potential violation at the time that the separate applications were filed, it certainly became readily apparent when the Extended Implementation Request was filed. The Commission failed, however, to request any documentation from Telecellular which would demonstrate the bona fides of the Telecellular or the applicants, which could have included a copy of the joint venture agreement.

Had the Commission performed any investigation at that time, it could have discovered, at a minimum, that Island Spectrum, Inc., Island Communications, Inc., Arecibo SMR, Inc., San Juan

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[7] Memorandum Opinion and Order, supra at para. 26.

Caguas SMR, Inc. Apex Communication, Inc. and Mayaguez SMR, Inc. were not entities at the time of licensing or at the time of the Extended Implementation Request.[8] Therefore, they were ineligible to be Commission licensees at the time that the Commission issued the authorizations.[9] It should also be noted that eight of the licensees have had their corporate charters voided for failure to pay taxes, and six of the licensees are about to have their corporate charters revoked for failure to pay taxes. In fact, Caribbean Spectrum, Inc. is the only corporate licensee who's corporate status is currently in good standing.[10]

Because of the multiple violations of the 40 mile rule, and the fact that half of the licensees were not entities at the time of the application or licensing, the applications should never have been granted.

**B. The Bureau Improperly Granted The Extended Implementation Authority**

To North Sight's knowledge, Telecellular has never filed any documentation with the Commission to demonstrate that it actually exists as an entity or that it has the authority to request an extended implementation grant for the licensees. Only the licensee may request an amendment to its license, and there is no documentation indicating the licensees agreement to be a part of a wide-area system or to request additional time to construct. Since the licensees never requested extended

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[8]Attached hereto as Exhibit A is a facsimile print-out of research performed by CT Corporate Systems, a research firm. The print-out reflects Delaware corporate records and shows that the noted Corporations were not incorporated until 1995 and 1996. Attached as Exhibit B are letters from the Director, Corporation and Trademarks Register for the Commonwealth of Puerto Rico, stating that none of the licensees were registered corporations in Puerto Rico as of May 11, 1995.

[9]Oliver Kelley and Mary Ann Kelley, 6 FCC Rcd 2513 (1991); Coast TV, 4 FCC Rcd 1786 (1989). Report and Order, Gen. Docket No. 88-328, 4 FCC Rcd 3853 (1989) at para. 28.

[10]See, Exhibit A.

implementation authority, the Bureau erred in granting the authority, as the Request was in violation of Sections 1.911, 1.913 and 1.918 of the Commission's Rules. This case clearly documents why such consent is necessary, as the licensees are scrabbling over who is their representative!

### C. The Bureau's Reconsideration Was In Error

As recognized by the Bureau in its initial rejustification decision, Telecellular had not constructed a single transmitter site from the time of first licensing until the Petition for Reconsideration was filed, a period of almost four years! In fact, from the time of initial licensing until the lawsuit was filed, almost three years had passed without a single channel being placed in operation. Telecellular seems to imply that somehow it met its amended construction requirements through its lack of construction. It would appear that Telecellular is interpreting its amendment stating "0-9" sites by the end of the first year and "0-15" sites by the end of the second year to mean that it did not have to perform any construction whatsoever for two years. However, the Bureau's action in only giving an additional six months of construction time was consistent with its action with regard to the other extended implementation grants where no construction had been performed.

More importantly, however, is the crux of the claim that the lawsuit was "beyond its control". First, the Commission has repeatedly held that business conditions are not valid rationale for construction extensions, such as depressed business conditions, zoning challenges, etc.[11] The

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[11]"Ordinarily, where commercial entities are concerned, waiver relief based on assertions of equipment and site acquisition problems, system novelty and complexity, or developmental expenditures will not be favorably entertained." County of Los Angeles Facilities Management Department, 4 FCC Rcd 4500 (PRB 1989); See also, P & R Temmer, d/b/a Mobile Communications Service Company v. FCC, 743 F.2d 918 (1984); Business Radio Communications Systems, Inc., 102 FCC 2d 714 (1985); Digital Radio Network, Inc., 3 FCC Rcd 5385 (1988); Interactive Video and Data Service (IVDS) Licenses Requests to Extend Payment Deadline, 11 FCC Rcd 5240 (1996); National Exchange Satellite, Inc., 8 FCC Rcd 636 (1993); Associated Information Services Corporation, 3 FCC Rcd 5617 (1988).

Bureau's decision cannot be reconciled with these cases. The lawsuit is no more "beyond Telecellular's control" than depressed business conditions or zoning challenges. In each case, they are based on the licensee's decision to go into a business at a particular time, or possibly in a particular place.

North Sight believes that the Bureau's true error, however, was not recognizing that the lawsuit is entirely within Telecellular's control, because it is the Telecellular licensees that are arguing with each other! The lawsuit was only filed because some of the allegedly participating licensees believed they were obligated under one agreement (signed with Pendleton Waugh), and the balance believed that they were obligated under another agreement.[12] This matter is merely a dispute between joint venturers, and it was entirely within Telecellular's control. Therefore, the Bureau's action was in error.

## III. CONCLUSION

In sum, the Bureau failed to properly review the applications filed by the licensees, as well as the Extended Implementation Request. The Bureau's determination that the lawsuit presented a circumstance for which relief could be granted was in error. Finally, the Bureau's determination that the lawsuit was beyond Telecellular's control was in error.

WHEREFORE, the premises considered, it is respectfully requested that the Bureau: (1) RECONSIDER its action of November 12, 1997; (2) INVESTIGATE the bona fides of the underlying licensees and of Telecellular; (3) REVOKE the licenses which do not meet the Commission's Rules with regard to former Section 90.627; (4) REVOKE the licenses which do not

[12]Mr. Waugh's lack of character is unimportant in this case. The fact remains that the lawsuit plaintiffs include participating licensees, such as Mr. Conrad, and half of the original participants.

meet the Commission's standards for management agreements as recently reiterated in Marc Sobel, WT Docket No. 97-56, 97D-13, released November 28, 1997; and (5) TERMINATE the extended implementation authority granted to Telecellular.

Respectfully submitted,

NORTH SIGHT COMMUNICATIONS, INC.

By: _____
Alan S. Tilles, Esquire

Its Attorney

Meyer, Faller, Weisman & Rosenberg, P.C.
4400 Jenifer Street, N.W.
Suite 380
Washington, D.C. 20015
(202) 362-1100

Date: December 12, 1997

# E X H I B I T  A

CARIBBEAN SPECTRUM, INC. 2311467 (DE DOM.)
AGENT: CORPORATE AGENTS, INC.
1013 CENTRE ROAD
WILMINGTON, DE 19805
INC: 10/2/92
GOOD STANDING

SMR SPECTRUM P.R., INC. 2311477 (DE DOM.)
AGENT: THE PRENTICE-HALL CORPORATION SYSTEM, INC.
(ADDRESS SAME AS ABOVE AGENT)
INC: 10/2/92
VOID FOR NON PAYMENT OF TAXES 3/1/95
NEED TO FILE RENEWAL AND PAY BACK TAXES OF $11,292.44

ISLAND SPECTRUM, INC. 2696184 (DE DOM.)
AGENT: CORPORATE AGENTS, INC.
(ADDRESS SAME AS ABOVE)
INC: 12/23/96
NEED TO PAY 1996 TAX, PENALTY & INTEREST OF $200.03

ISLAND DIGITAL COMMUNICATIONS, INC. 2311473 (DE DOM.)
AGENT: THE PRENTICE-HALL CORPORATION SYSTEM, INC.
(ADDRESS SAME AS ABOVE)
INC: 10/2/92
VOID FOR NON PAYMENT OF TAXES 3/1/95
NEED TO FILE RENEWAL AND PAY BACK TAXES OF $11,292.44

ISLAND COMMUNICATIONS INC. 2516468 (DE DOM.)
AGENT: THE COMPANY CORPORATION
1313 N. MARKET STREET
WILMINGTON, DE 19801
INC: 6/19/95
NEED TO PAY 1996 TAX, PENALTY & INTEREST OF $92.00

SMR DIGITAL P.R., INC. 2311476 (DE DOM.)
AGENT: THE PRENTICE-HALL CORPORATION SYSTEM, INC.
(ADDRESS SAME AS ABOVE)
INC: 10/2/92
VOID FOR NON PAYMENT OF TAXES 3/1/95
NEED TO FILE RENEWAL AND PAY BACK TAXES OF $11,292.44

ISLAND SMR, INC. 2311493 (DE DOM.)
AGENT: THE PRENTICE-HALL CORPORATION SYSTEM, INC.
(ADDRESS SAME AS ABOVE)
INC: 10/2/92
VOID FOR NON PAYMENT OF TAXES 3/1/95
NEED TO FILE RENEWAL AND PAY BACK TAXES OF $11,292.44

CARIBBEAN SMR, INC. 2311470 (DE DOM.)
AGENT: THE PRENTICE-HALL CORPORATION SYSTEM, INC.
(ADDRESS SAME AS ABOVE)
INC: 10/2/92
VOID FOR NON PAYMENT OF TAXES 3/1/95
NEED TO FILE RENEWAL AND PAY BACK TAXES OF $11,292.44

CARIBBEAN COMMUNICATIONS, INC. 2311496 (DE DOM.)
AGENT: THE PRENTICE-HALL CORPORATION SYSTEM, INC.
1013 CENTRE ROAD
WILMINGTON, DE 19805
INC: 10/2/92
VOID FOR NON PAYMENT OF TAXES 3/1/95
NEED TO FILE RENEWAL AND PAY BACK TAXES OF $11,292.44

CARIBBEAN DIGITAL COMMUNICATIONS, INC. 2311464 (DE DOM.)
AGENT: THE PRENTICE-HALL CORPORATION SYSTEM, INC.
(ADDRESS SAME AS ABOVE)
INC: 10/2/92
VOID FOR NON PAYMENT OF TAXES 3/1/95
NEED TO FILE RENEWAL AND PAY BACK TAXES OF $11,292.44

ARECIBO SMR, INC. 2696172 (DE DOM.)
AGENT: CORPORATE AGENTS, INC.
(ADDRESS SAME AS AGENT ABOVE)
INC: 12/23/96
NEED TO PAY 1996 TAX PENALTY & INTEREST OF $200.03

PONCE SMR, INC. 2332713 (DE DOM.)
AGENT: THE PRENTICE-HALL CORPORATION SYSTEM, INC.
(ADDRESS SAME AS ABOVE)
INC: 4/14/93
VOID FOR NON PAYMENT OF TAXES 3/1/95
NEED TO FILE RENEWAL AND PAY BACK TAXES OF $9,205.95

SAN JUAN CAGUAS SMR, INC. 2696180 (DE DOM.)
AGENT: CORPORATE AGENTS, INC.
(ADDRESS SAME AS ABOVE)
INC: 12/23/96
NEED TO PAY 1996 TAX PENALTY & INTEREST OF $200.03

CARLOS R. RODRIGUEZ BOTET /DBA/ PRS CAGUAS - NO RECORD

APEX COMMUNICATION, INC. 2480674 (DE DOM.)
AGENT: CHAUNCEY ANDERSON
2 S. QUEEN STREET
DOVER, DE 19901
INC: 2/10/95
VOID FOR NON PAYMENT OF TAXES 3/1/97
NEED TO FILE RENEWAL AND PAY BACK TAXES OF $174.40

MAYAGUEZ SMR, INC. 2696178 (DE DOM.)
AGENT: CORPORATE AGENTS, INC.
(ADDRESS SAME AS ABOVE)
INC: 12/23/96
NEED TO PAY 1996 TAX PENALTY & INTEREST OF $200.03

C T CORPORATION SYSTEM
1025 VERMONT AVE. N.W.
WASHINGTON, D. C. 20005
(202) 393-2033 (Team Line)
(202) 393-1747 (Receptionist)
Fax (202) 737-3237

Deliver To:Jeffrey W. Rubin

Fax #:301-362-9818

No. of Pages:3

From: Judy Kenestrick

Date:12-12-97

Re: Delaware Status

Per your request enclosed is information obtained from Delaware.

Thank you for using C T.

Judy

E X H I B I T  B

COMMONWEALTH OF PUERTO RICO
DEPARTMENT OF STATE
SAN JUAN, PUERTO RICO 00904

I, **MARIANA ELIAS-YAMIL**, Director, Corporation and Trademarks Register of the Commonwealth of Puerto Rico,

**CERTIFY:** That no corporation by the name of **"ARECIBO SMR INC."**, appears registered on or before May 11, 1995.

**IN WITNESS WHEREOF**, the undersigned by virtue of the authority vested by law, hereby issues this certificate and affixes the Great Seal of the Commonwealth of Puerto Rico, in the City of San Juan, this 11th of May, A.D., nineteen ninety five.

Mariana Elias-Yamil, Esq.
Director
Corporation and Trademarks
Register

45411

COMMONWEALTH OF PUERTO RICO
DEPARTMENT OF STATE
SAN JUAN, PUERTO RICO 00904

I, MARIANA ELIAS-YAMIL, Director, Corporation and Trademarks Register of the Commonwealth of Puerto Rico,

**CERTIFY:** That no corporation by the name of **"CARIBBEAN COMMUNICATIONS"**, appears registered on or before May 11, 1995.

**IN WITNESS WHEREOF,** the undersigned by virtue of the authority vested by law, hereby issues this certificate and affixes the Great Seal of the Commonwealth of Puerto Rico, in the City of San Juan, this 11th of May, A.D., nineteen ninety five.

Mariana Elias-Yamil, Esq.
Director
Corporation and Trademarks
Register

45422

COMMONWEALTH OF PUERTO RICO
DEPARTMENT OF STATE
SAN JUAN, PUERTO RICO 00904

I, **MARIANA ELIAS-YAMIL**, Director, Corporation and Trademarks Register of the Commonwealth of Puerto Rico,

**CERTIFY:** That no corporation by the name of **"CARIBBEAN DIGITAL COMMUNICATIONS"**, appears registered on or before May 11, 1995.

**IN WITNESS WHEREOF**, the undersigned by virtue of the authority vested by law, hereby issues this certificate and affixes the Great Seal of the Commonwealth of Puerto Rico, in the City of San Juan, this 11th of May, A.D., nineteen ninety five.

Mariana Elías-Yamil, Esq.
Director
Corporation and Trademarks
Register

45423

COMMONWEALTH OF PUERTO RICO
DEPARTMENT OF STATE
SAN JUAN, PUERTO RICO 00904

I, **MARIANA ELIAS-YAMIL**, Director, Corporation and Trademarks Register of the Commonwealth of Puerto Rico,

**CERTIFY:** That no corporation by the name of **"ISLAND SPECTRUM INC."**, appears registered on or before May 11, 1995.

**IN WITNESS WHEREOF**, the undersigned by virtue of the authority vested by law, hereby issues this certificate and affixes the Great Seal of the Commonwealth of Puerto Rico, in the City of San Juan, this 11th of May, A.D., nineteen ninety five.

Mariana Elias-Yamil, Esq.
Director
Corporation and Trademarks
Register

45418

COMMONWEALTH OF PUERTO RICO
DEPARTMENT OF STATE
SAN JUAN, PUERTO RICO 00904

I, **MARIANA ELIAS-YAMIL**, Director, Corporation and Trademarks Register of the Commonwealth of Puerto Rico,

**CERTIFY:** That no corporation by the name of **"CARIBBEAN SMR INC."**, appears registered on or before May 11, 1995.

**IN WITNESS WHEREOF**, the undersigned by virtue of the authority vested by law, hereby issues this certificate and affixes the Great Seal of the Commonwealth of Puerto Rico, in the City of San Juan, this 11th of May, A.D., nineteen ninety five.

Mariana Elias-Yamil, Esq.
Director
Corporation and Trademarks
Register

45419

COMMONWEALTH OF PUERTO RICO
DEPARTMENT OF STATE
SAN JUAN, PUERTO RICO 00904

I, **MARIANA ELIAS-YAMIL**, Director, Corporation and Trademarks Register of the Commonwealth of Puerto Rico,

**CERTIFY:** That no corporation by the name of **"ISLAND SMR INC."**, appears registered on or before May 11, 1995.

**IN WITNESS WHEREOF**, the undersigned by virtue of the authority vested by law, hereby issues this certificate and affixes the Great Seal of the Commonwealth of Puerto Rico, in the City of San Juan, this 11th of May, A.D., nineteen ninety five.

Mariana Elias-Yamil, Esq.
Director
Corporation and Trademarks
Register

45420

COMMONWEALTH OF PUERTO RICO
DEPARTMENT OF STATE
SAN JUAN, PUERTO RICO 00904

I, **MARIANA ELIAS-YAMIL**, Director, Corporation and Trademarks Register of the Commonwealth of Puerto Rico,

**CERTIFY:** That no corporation by the name of **"MAYAGUEZ SMR INC."**, appears registered on or before May 11, 1995.

**IN WITNESS WHEREOF,** the undersigned by virtue of the authority vested by law, hereby issues this certificate and affixes the Great Seal of the Commonwealth of Puerto Rico, in the City of San Juan, this 11th of May, A.D., nineteen ninety five.

Mariana Elías-Yamil, Esq.
Director
Corporation and Trademarks
Register

45421