

Commonwealth of Kentucky
Trey Grayson
Secretary of State

Certificate of Revocation

**CT CORPORATION SYSTEM
KENTUCKY HOME LIFE BUILDING
LOUISVILLE, KY 40202**

I, Trey Grayson, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

VIRGIN MOBILE USA, LLC

did not file its 2005 annual report within sixty days after it was due. Accordingly, the Secretary of State revoked the limited liability company's authority to transact business in Kentucky on November 1st, 2005.



IN WITNESS THEREOF, I have
hereunto set my hand and affixed my
official seal this 1st day of
November, 2005.



Trey Grayson
Secretary of State