

Commonwealth of Kentucky  
Alison Lundergan Grimes, Secretary of State

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Alison Lundergan Grimes  
KY Secretary of State  
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Statement of Change of  
Principal Office Address

POC

Pursuant to the provisions of KRS chapters 271B, 273, 275, or 362, the undersigned hereby applies to change the principal office on behalf of

**VIRGIN MOBILE USA, L.P.**

which is organized in the state of Delaware, and for that purpose submits the following statements:

**1. Address of current principal office**

6500 SPRINT PKWY  
HL-5ASTX  
OVERLAND PARK, KS 66251

**2. Principal office is hereby changed to:**

6200 SPRINT PKWY  
OVERLAND PARK, KS 66251

**3. Signature of officer or chairman of the board**

TIMOTHY P. O'GRADY, SECRETARY

Signature and Title

Type or print name and title

6/8/2016 12:12 PM

Date