



June 3, 2020

Ms. Patricia Van Gerpen
Executive Director
South Dakota Public Utilities Commission

Via Electronic Mail

RE: Name Change – Virgin Mobile USA, L.P. to Assurance Wireless USA, L.P.

Dear Ms. Van Gerpen:

This is to inform you that Virgin Mobile USA, L.P. has changed its name to Assurance Wireless USA, L.P. Attached is a copy of the Application for Amended Registration of Foreign Limited Partnership filed with the South Dakota Secretary of State's office documenting the name change. No other changes to the entity have occurred.

Please update your records to effectuate the name change to Assurance Wireless USA, L.P. going forward. Should you have any questions, please contact the undersigned.

Sincerely,

Diane Browning

Counsel, State Regulatory
diane.c.browning@t-mobile.com
(913) 315-9284



6450 Sprint Parkway
Overland Park, KS 66251

Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845
corpinfo@state.sd.us

APPLICATION FOR AMENDED REGISTRATION FOREIGN LIMITED PARTNERSHIP

FILING FEE: \$125

Make check payable to SECRETARY OF STATE

B0133-0399 03/16/2020 3:20PM Rec'd by SD SOS

1. The Name and Business ID of the Limited Partnership is:

Virgin Mobile USA, Limited Partnership

FP000699

Name (Note: This must be the exact name as registered.)

Business ID

2. The amended name of the Limited Partnership and, if different, the name which it proposes to register and transact business in South Dakota:

Assurance Wireless USA, L.P.

Note: The name shall contain the words "Limited Partnership" or the initials "L.P." or "LP".

3. The name of the state or other jurisdiction under whose laws it is incorporated: Delaware

4. The date of filing the Certificate of Limited Partnership: 10/04/2001

5. Please complete **ONLY** if there is a change to any of the registered agent information.

South Dakota law permits the registered agent to be either: **A**) a noncommercial registered agent (this may be an individual), **B**) a commercial registered agent, or **C**) an office holder. Complete only one below, either (a) or (b) or (c).

- (a) The South Dakota Noncommercial Registered Agent's name: _____

Actual Street Address in this State City State ZIP+4

Mailing Address in this State, if Different from Street Address City State ZIP+4

Email Address (Optional)

- (b) When listing a Commercial Registered Agent, please state their CRA#. This number can be obtained from the Commercial Registered Agent.

Commercial Registered Agent Name

CRA#

- (c) Title of the office or other position with the business: _____

Business Office's Actual Street Address in this State City State ZIP+4

Mailing Address in this State, if Different from Street Address City State ZIP+4

Email Address (Optional)

B0133-0400 03/16/2020 3:20PM Rec'd by SD SOS

6. The amendment to the Certificate is:

1. The name of the limited partnership is Assurance Wireless USA, L.P.
6. The name of the general partner is VMU GP, LLC, 6200 Sprint Parkway, Overland Park, Kansas 66251

7. The names and business addresses of any **NEW** general partner(s).

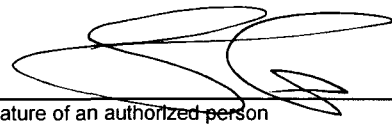
VMU GP, LLC	6200 Sprint Parkway	Overland Park	KS	66251
General Partner	Address	City	State	ZIP+4
General Partner	Address	City	State	ZIP+4
General Partner	Address	City	State	ZIP+4

No person may execute this report knowing it is false in any material respect. Any violation may be subject to a criminal penalty (SDCL 22-39-36).

This statement must be executed by at least one general partner and by each additional general partner designated as a new general partner.

Dated 3-11-2020

Email _____
(Optional)



Signature of an authorized person
Stefan K. Schnopp, Vice President of General Partner

Printed Name

Dated _____

Email _____
(Optional)

Signature of an authorized person

Printed Name

Dated _____

Email _____
(Optional)

Signature of an authorized person

Printed Name

State of South Dakota

Office of the Secretary of State

Certificate of Amended Registration

Foreign Limited Partnership

I, **Steve Barnett**, Secretary of State of the State of South Dakota, hereby certify that the Application for Amended Registration of a Foreign Limited Partnership to transact business in this state for **VIRGIN MOBILE USA, LIMITED PARTNERSHIP** changing its name to

Assurance Wireless USA, L.P.

BUSINESS ID# FP000699

with an effective date of: March 16, 2020, duly signed and verified, has been received in this office and is found to conform to law.

ACCORDINGLY, and by virtue of the authority vested in me by law, I hereby issue this Certificate of Amended Registration and attach hereto a duplicate of the Application for Amended Registration of a Foreign Limited Partnership.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused to be affixed the Great Seal of the State of South Dakota, in Pierre, the Capital City, this day, March 16, 2020.

Steve Barnett

Steve Barnett
Secretary of State

03/16/2020 4:17 PM



OFFICE OF THE SECRETARY OF STATE

STEVEN J. BARNETT, SECRETARY OF STATE

JASON LUTZ, DEPUTY SECRETARY OF STATE

Assurance Wireless USA, L.P.
1209 ORANGE STREET
WILMINGTON, DE 19801-1120

March 16, 2020

Filing Acknowledgment

Please review the filing information below and notify our office immediately of any discrepancies.

Business ID : FP000699
Status: Good Standing
Filing Type: Limited Partnership - Foreign
Amendment Type: Articles of Amendment
Filed Date: 03/16/2020 3:20 PM

Steve Barnett
Secretary of State
State of South Dakota

Field Name	Changed From	Changed To
Filing Name	VIRGIN MOBILE USA, LIMITED PARTNERSHIP	Assurance Wireless USA, L.P.