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FOREIGN PROFIT QUALIFICATION

GOODMAN NETWORKS INCORPORATED

Certificate of Status	0
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Florida Dept of State



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

July 5, 2005

FLORIDA FILING & SEARCH SERVICES

SUBJECT: GOODMAN NETWORKS INCORPORATED
REF: W05000032214

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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FLORIDA DEPARTMENT OF STATE

HS20011216483

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Goodman Networks Incorporated
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Texas 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. February 23, 2000 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 13835 Seniac Drive Farmers Branch TX 75234
(Principal office address)

(Current mailing address)

8. Telecommunication services
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Capitol Corporate Services, Inc.

Office Address: 1333 North Duval Street

Tallahassee, Florida 32303
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Bayle Wundle asst sec
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

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A. DIRECTORS

Chairman: SEE ATTACHED

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

D. OFFICERS

President: SEE ATTACHED

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. *John Goodman*
(Signature of Director or Officer listed in number 12 of the application)

14. John Goodman CEO
(Typed or printed name and capacity of person signing application)

FILED
JUL 5 2005
TALLAHASSEE
FLORIDA

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GOODMAN NETWORKS, INCORPORATED**OFFICERS**

<i>Name</i>	<i>Office</i>	<i>Address</i>
James Goodman	CEO	13835 Senlac Drive Farmers Branch, Texas 75234
John A. Goodman	President	13835 Senlac Drive Farmers Branch, Texas 75234
Joseph M. Goodman	Secretary	13835 Senlac Drive Farmers Branch, Texas 75234

DIRECTORS

<i>Name</i>	<i>Address</i>
James Goodman	13835 Senlac Drive Farmers Branch, Texas 75234
John A. Goodman	13835 Senlac Drive Farmers Branch, Texas 75234
Joseph M. Goodman	13835 Senlac Drive Farmers Branch, Texas 75234
Jonathan Goodman	13835 Senlac Drive Farmers Branch, Texas 75234
Jason Goodman	13835 Senlac Drive Farmers Branch, Texas 75234
Wayno Alexander	13835 Senlac Drive Farmers Branch, Texas 75234
Cliff Eason	13835 Senlac Drive Farmers Branch, Texas 75234

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Corporations Section
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Austin, Texas 78711-3697



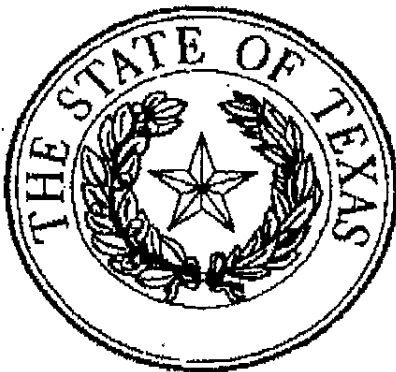
Roger Williams
Secretary of State

Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles Of Incorporation for GOODMAN NETWORKS INCORPORATED (filing number: 157232200), a Domestic Business Corporation, was filed in this office on February 23, 2000.

It is further certified that the entity status in Texas is in existence.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on June 29, 2005.



Roger Williams

Roger Williams
Secretary of State

Phone: (512) 463-5555
Prepared by: SOS-WEB

Come visit us on the internet at <http://www.sos.state.tx.us/>
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