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00789-01122-00671

Please Reply To:
Post Office Box 3363
Boca Raton, FL 33427

December 13, 2000

MJH

Secretary of State
Division of Corporations
The Capital, 22nd Floor
Tallahassee, Florida 32314

W-29609
700003501577--8
-12/14/00--01076--002
***130.00 ***130.00

Re: Articles of Organization
ALL WIRELESS SOLUTIONS, LLC

Dear Sir or Madam:

Enclosed for filing please find executed original and duplicate original of the Articles of Organization of the above referenced company, together with our check in the amount of \$130.00 representing the filing fee, Designation of Registered Agent and the cost of a Certificate of Status.

Kindly file said Articles of Organization and return a conformed copy of same to this office upon completion of the filing process.

Should there be any questions, please do not hesitate to let us know. Thank you.

Very truly yours,



Jonathan P. Kross

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN -2 AM 8:52



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

December 18, 2000

JONATHAN P. KROSS
POST OFFICE BOX 3363
BOCA RATON, FL 33427

SUBJECT: ALL WIRELESS SOLUTIONS, LLC
Ref. Number: W00000029609

We have received your document for ALL WIRELESS SOLUTIONS, LLC and your check(s) totaling \$130.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain both the street address of the principal office and the mailing address of the entity.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 700A00063503

ARTICLES OF ORGANIZATION
OF
ALL WIRELESS SOLUTIONS, LLC

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, privileges, rights and immunities of a limited liability company.

ARTICLE I

The name of the limited liability company shall be:
ALL WIRELESS SOLUTIONS, LLC

ARTICLE II

The company shall commence its existence on the date these Articles of Organization are filed with the Secretary of State. The company shall have a duration not to exceed thirty (30) years from the date of filing with the Department of State.

ARTICLE III

The general character and nature of the business to be transacted by this company is to engage generally in any activity or business permitted under the laws of the United States and of this State; more specifically, for sale of cellular and wireless communication services and equipment.

ARTICLE IV

The initial street **and** mailing address of the principal office of this company is to be at:
2201 College Avenue
Davie, Florida 33317

The street address of the initial registered office of the company is:
2461 West Hillsboro Boulevard
Deerfield Beach, FL 33442

The name of the initial registered agent of the company at that address is:
Jonathan P. Kross, Esq.
2461 West Hillsboro Boulevard
Deerfield Beach, FL 33442

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DIVISION OF CORPORATIONS
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ARTICLE V

The initial members agree that additional members shall be admitted to the company upon the terms and conditions set forth in the Operating Agreement entered into among the members.

ARTICLE VI

Members capital contributions and allocations of profits and losses shall be in accordance with the written Operating Agreement entered into among the members.

ARTICLE VII

The right of the members of the company to continue to do business upon the death, or retirement, or resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member of the company shall be in accordance with the written Operating Agreement entered into among the members.

ARTICLE VIII

The management of the company is to be by one manager or more managers and is, therefore, a manager - managed company.

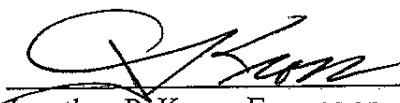
ARTICLE IX

Where not inconsistent with the laws of this State and specifically with Chapter 608, the written Operating Agreement among the members of the company shall control.

ARTICLE X

These Articles of Organization may be amended in the manner provided by law. Every amendment shall be approved by and signed by all members.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal and acknowledges to be filed in the Office of the Secretary of State the foregoing Articles of Organization this 13th day of December, 2000.


Jonathan P. Kross, Esq. as an
Authorized Representative of a Member

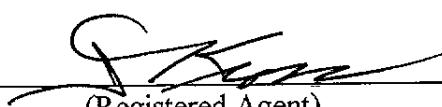
CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act.

That ALL WIRELESS SOLUTIONS, LLC, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization, and with Jonathan P. Kross, Esq. located at 2461 West Hillsboro Blvd., Deerfield Beach, FL 33442 as its registered agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relating to keeping open said office.


(Registered Agent)

Jonathan P. Kross, Esq.

Dated: December 13, 2000

Phone No.: (561)394 - 5400