

Division of Corporations

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L020000001514**Florida Department of State**

Division of Corporations

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From:

Account Name : KALKAS BUSINESS SERVICES
Account Number : F19980000015
Phone : (305) 577-9716
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LIMITED LIABILITY COMPANY**Professional Wireless L.L.C.**

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ARTICLES OF ORGANIZATION
OF
PROFESSIONAL WIRELESS L.L.C.

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TALLAHASSEE, FLORIDA
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The undersigned incorporator, for the purposes of forming a limited liability company under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization.

ARTICLE I NAME

The name of the limited liability company shall be Professional Wireless L.L.C."

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this limited liability company is 2900 NW 72nd Ave. Miami, FL 33166.

ARTICLE III EFFECTIVE DATE

These Articles of Organization shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE IV DURATION

Subject to the provisions of Article 9, the Company's existence shall terminate no later than 30 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE V PURPOSES AND POWERS

The Company may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

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ARTICLE VI REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Company is Martti Kalkas, 245 SE 1st Street, Suite 311, Miami, FL 33131.

ARTICLE VII MANAGEMENT

The Operating Manager(s) of the Company shall be:

Nelson Villalba
2900 NW 72nd Ave. Miami, FL 33166.

Jeferson Ricardo Souza
2900 NW 72nd Ave. Miami, FL 33166.

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ARTICLE VIII ADMISSION OF NEW MEMBERS

No additional member(s) shall be admitted to the Company except with the unanimous written consent of all member(s) of the Company and upon such terms and conditions as shall be determined by all member(s). A member may transfer his or her interest in the Company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other member(s) of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE IX TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least one remaining member.

ARTICLE X MEMBERS

The Manager of the Company shall be elected by the member(s) in accordance with regulations adopted by the member(s) for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the member(s) of the Company are:

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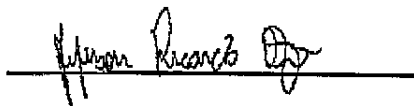
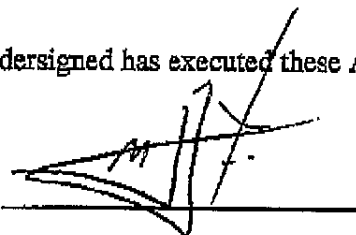
Nelson Villalba
2900 NW 72nd Ave. Miami, FL 33166.

Jeferson Ricardo Souza
2900 NW 72nd Ave. Miami, FL 33166.

ARTICLE XI CLASSIFICATION

It is the intent of the members that the Company shall be classified as a partnership for federal income tax purposes.

The undersigned has executed these Articles of Organization this 22nd day of January 2002.



CERTIFICATE DESIGNATING THE ADDRESS

AND AN AGENT UPON WHOM PROCESS MAY BE SERVED

Having been named as registered agent and to accept service of process for Professional Wireless L.L.C., at the place designated in its Articles of Organization, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

January 21, 2002



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