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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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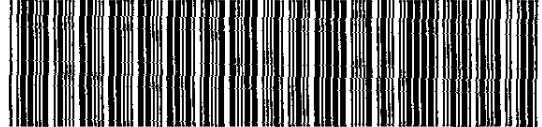
(Business Entity Name)

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LAW OFFICES OF  
**THOMAS GRADY REED, III, P.A.**

THOMAS GRADY REED, III, ESQ.  
J. STEVEN FORD, ESQ.  
LINDA K. MCBROOM, ESQ.

107 NORTH PALAFOX STREET  
POST OFFICE BOX 13247  
PENSACOLA, FLORIDA 32591-3247

TELEPHONE (850) 432-1100  
FACSIMILE (850) 432-3525

4400 EAST STATE ROAD 20, SUITE 304  
BLUEWATER BAY CPO BOX 5275  
NICEVILLE, FLORIDA 32578

TELEPHONE (850) 897-2090  
FACSIMILE (850) 897-1090

October 23, 2002

Registration Section  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: BlueWater Wireless, LLC

Dear Sir:

Enclosed for filing is an original and one copy of Articles of Organization for the Florida Limited Liability Company named above. Enclosed herewith is my check in the amount of \$160.00 for payment of the following fees:

\$100.00	Filing Fee for Articles of Organization
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy
\$ 5.00	Certificate of Status

If I have overlooked anything, please let me know.

Very truly yours,



Thomas Reed  
Bluewater Bay

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TALLAHASSEE, FLORIDA

TGR/

**Articles of Organization  
of  
BlueWater Wireless, LLC  
A Florida Limited Liability Company**

The undersigned, being a member authorized to execute and file these Articles, hereby certifies that:

**Article I  
Name**

The name of the Limited Liability Company is: BlueWater Wireless, LLC.

**Article II  
Address**

The mailing address and street address of the principal office of the Limited Liability Company is: 4400 Highway 20 East, Suite 201, Niceville, Florida 32578.

**Article III  
Registered Agent, Registered Office  
and Registered Agent's Signature**

The name and the Florida street address of the registered agent are: Patrick M. Stallings, 4400 Highway 20 East, Suite 201, Niceville, Florida 32578.

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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, Florida Statutes.*

  
Registered Agent's Signature  
Patrick M. Stallings

IN WITNESS WHEREOF, I have signed these Articles of Organization as a member and acknowledged them to be my act this 23 day of October, 2002.

  
Signature of Member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Patrick M. Stallings  
Typed or printed name of signee

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