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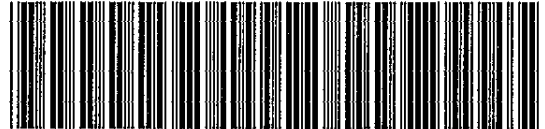
(Business Entity Name)

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JB
3-13-03

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

*Solid Rock Wireless
Broadband Services, LLC.*

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

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Art of Inc. File _____

LTD Partnership File _____

Foreign Corp. File _____

☒ L.C. File _____

Fictitious Name File _____

Trade/Service Mark _____

Merger File _____

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☒ Cert. Copy _____

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Certificate of Good Standing _____

Certificate of Status _____

Certificate of Fictitious Name _____

Corp Record Search _____

Officer Search _____

Fictitious Search _____

Fictitious Owner Search _____

Vehicle Search _____

Driving Record _____

UCC 1 or 3 File _____

UCC 11 Search _____

UCC 11 Retrieval _____

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AND
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ARTICLES OF ORGANIZATION
OF
SOLID ROCK WIRELESS BROADBAND SERVICES LLC

THE UNDERSIGNED, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes, Chapter 608 (the "Act"), hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be **Solid Rock Wireless Broadband Services LLC** (hereinafter called "Company"). The principal place of business of the Company in Florida shall be in Brevard County.

ARTICLE II - ADDRESS

The mailing address and street address of the Company's principal office are:

Mailing Address:
545 North Courtenay Parkway
Merritt Island, Florida 32953

Street Address:
545 North Courtenay Parkway
Merritt Island, Florida 32953

ARTICLE III - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State, and the Company shall exist perpetually unless the Company is dissolved as provided by law or its operating agreement.

ARTICLE IV - PURPOSES AND POWER

The general purpose for which the Company is organized is to: design, construct, own, use, buy, sell, lease, hire, deal in and with articles of property of all kinds, render services of all kinds, and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

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ARTICLE V - REGISTERED OFFICE AND AGENT


The name and street address of the registered agent of the Company in the State of Florida and principal office is:

Mark S. Compton
545 North Courtenay Parkway
Merritt Island, Florida 32953

ARTICLE VI - MANAGEMENT

The Company shall be managed by one or more managers in accordance with the operating agreement adopted by the members for the management of the business and affairs of the Company. The operating agreement may contain any provision for the regulation and management of the affairs of the Company not inconsistent with the Act, applicable law, or these Articles of Organization.

IN WITNESS WHEREOF, the undersigned, being an authorized representative of all of the members of the Company has made and subscribed these Articles of Organization at Merritt Island, Florida, for the foregoing uses and purpose, on March 12, 2003. Page 0


Mark S. Compton, Organizer

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me on March 12, 2003, by Mark S. Compton, who is X personally known to me or has produced the following form of identification:

Shannon Pinholster
Notary Public, State of Florida at Large
Printed Name:
Commission No:
Commission expires:



**CERTIFICATE OF DESIGNATION FOR
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF *FLORIDA STATUTES*, SECTION 608.415, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: **Solid Rock Wireless Broadband Services LLC**
2. The name and address of the registered agent and office is:

Mark S. Compton
545 North Courtenay Parkway
Merritt Island, Florida 32953

Having been named as registered agent and to accept service of process of 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 the obligations of my position as registered agent.


Mark S. Compton

3-12-03
Date

AND
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