

W06000042887

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

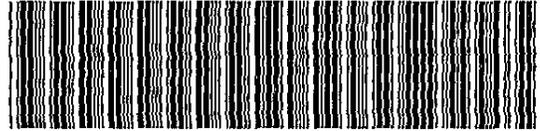
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



700070745487

04/21/06--01013--009 **160.00

APR 21 2006 1:57 PM
STATE OF TEXAS
SECRETARY OF STATE

W06-42887
K

EFFECTIVE DATE
4-19-06

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: WiFi America
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Chris Cavallo
(Name of Person)
WiFi America
(Firm/Company)
1270 NW 165th St
(Address)
Miami, FL 33169
(City/State and Zip Code)

For further information concerning this matter, please call:

Chris Cavallo at (954) 650-3288
(Name of Person) (Area Code & Daytime Telephone Number)

SECRETARY OF STATE
CORPORATION
2008 APR 21 PM 1:57

FILED

Enclosed is a check for the following amount:

- \$125.00 Filing Fee
- \$130.00 Filing Fee & Certificate of Status
- \$155.00 Filing Fee & Certified Copy (additional copy is enclosed)
- \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

Mailing Address
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

WiFi America, LLC

(Must end with the words "Limited Liability Company," "Limited Company" or their abbreviation "LLC," or "L.C.,")

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

Mailing Address:

1270 NW 165th St

Miami, Fl. 33169

Same

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual of another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

ATC International, Inc.

Name

1270 NW 165th Street

Florida street address (P.O. Box **NOT** acceptable)

Miami

FL

33169

City, State, and Zip

APR 21 PM 1:57
REGISTRY OF STATE
CORPORATION

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, F.S..

Chris Cavallo

Registered Agent's Signature (REQUIRED)

(CONTINUED)

Page 1 of 2

EFFECTIVE DATE

4-19-06

ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:

MGR

Chris Cavallo
1270 NW 765th St
Miami, Fl. 33169

MGRM

Vince Vento
1270 NW 765th St
Miami, Fl. 33169

MGRM

Linda Hennessy of UpperLegacy
274 Barcelona Ad Partners, LLC
West Palm Beach, Fl. 33401

MGRM

Stephen Gaskill
402 SW 16th Court
FT-Lauderdale, Fl. 33315

MGRM
(Use attachment if necessary)

Carol Roberts - 6708 Pamela Lane - West Palm Beach, Fl. 33405

ARTICLE V: Effective date, if other than the date of filing: 4/12/01 (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

REQUIRED SIGNATURE:

Chris Cavallo

Signature of a member or an authorized representative of a 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.)

Chris Cavallo

Typed or printed name of signee

Filing Fees:

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)