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(Address)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Direct Wireless, LLC
(Name of Limited Liability Company)

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

William W. Dreher, Jr.

(Name of Person)

Direct Wireless, LLC

(Firm/Company)

P.O. Box 968

(Address)

Gulfport, Mississippi 39502

(City/State and Zip Code)

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TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

William W. Dreher, Jr.

(Name of Person)

at (228) 822-2222

(Area Code & Daytime Telephone Number)

MAILING ADDRESS:

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:

Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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

☐ \$160.00 Filing Fee, Certificate

of Status & Certified Copy

DIRECT WIRELESS, LLC
William W. Dreher, Jr.

P.O. Box 968
Gulfport, Mississippi 39502

Telephone (228) 822-2222
Fax (228) 822-2626

October 29, 2007

Registration Section
Division of Corporations
P.O. Box 6327 Clifton Building
Tallahassee, FL 32314

Attn: Deborah Bruce

RE: Direct Wireless, LLC
Foreign LLC
Ref. No. W0700052945

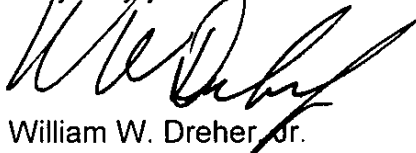
Dear Ms. Bruce:

Enclosed please find a cover letter, application by foreign limited liability company for authorization to transact business in Florida, and certificate of designation of registered agent/registered office. You have in your possession the certificate of existence and a check in the amount of \$125.00 to cover the cost of filing.

As it turns out Direct Wireless of Mississippi would be a better alternative name that would coincide with the alternative names used in other states. Please make this change in your records if possible.

By this letter and being present of Direct Wireless, LLC, I consent to the use of Direct Wireless of Mississippi, LLC as an alternate name to be used in the State of Florida.

Very truly yours,



William W. Dreher, Jr.

Enclosure

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 25, 2007

WILLIAM W. DREHER, JR.
P.O. BOX 968
GULFPORT, MS 39502

SUBJECT: DIRECT ETC, LLC
Ref. Number: W07000052945

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for DIRECT ETC, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain the name, title, and business address of each managing member or manager who will manage the foreign limited liability company in the state of Florida. Please insert "MGRM" in the title portion for each managing member and "MGR" in the title portion for each manager.

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) 245-6984.

Deborah Bruce
Regulatory Specialist II

Letter Number: 407A00062786

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. Direct Wireless, LLC

(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

Direct Wireless of Mississippi, LLC

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. Mississippi

(Jurisdiction under the law of which foreign limited liability company is organized)

3. 26-0745534

(FEI number, if applicable)

4. 8/30/2007

(Date of Organization)

5. perpetual

(Duration: Year limited liability company will cease to exist or "perpetual")

6. _____

(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 4430 Hwy. 90 Ste. G

Pace, Florida 32571

(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here ☐

9. The name and usual business addresses of the managing members or managers are as follows:

William W. Dreher, Jr.

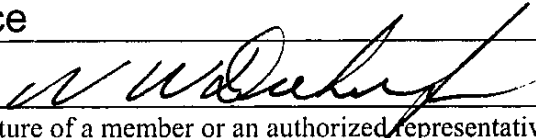
MGRM

4430 Hwy. 90 Ste. G

Pace, Florida 32571

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: cellular telephone
sales and service


Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

William W. Dreher, Jr.

Typed or printed name of signee

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Direct Wireless, LLC

If name unavailable, the alternate name to be used in the state of Florida is:

Direct Wireless of Mississippi, LLC

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

William W. Dreher, Jr.

(Name)

4430 Hwy. 90 Ste. G

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Pace, Florida 32571

FL

City/State/Zip

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TALLAHASSEE, FLORIDA

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.



(Signature)

| | |
|-----------|----------------------------------|
| \$ 100.00 | Filing Fee for Application |
| \$ 25.00 | Designation of Registered Agent |
| \$ 30.00 | Certified Copy (optional) |
| \$ 5.00 | Certificate of Status (optional) |

State of Mississippi

Office of the Secretary of State

Eric Clark, Secretary of State
Jackson, Mississippi

CERTIFICATE

I, ERIC CLARK, Secretary of State of the State of Mississippi, and as such the legal custodian of the records as required by The Mississippi Limited Liability Company Act to be filed in my office do hereby certify that:

DIRECT WIRELESS, LLC

Formed August 30, 2007

A Mississippi Limited Liability Company has filed the necessary documents in this office and has obtained a certificate of formation under the provisions of The Mississippi Limited Liability Company Act as shown by the records in this office.

That the registered office of said Limited Liability Company is located at:

2224-24TH AVE.
PO BOX 968
GULFPORT MS 39502

and that the registered agent at that address is:

DREHER, W. W., JR.

I further certify that said Limited Liability Company has paid the fees for filing the above papers required by law as shown by the records of this office and that said Limited Liability Company is in good standing to do business in Mississippi at this time.

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07 OCT 30 PM 2:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Given under my hand
and seal of office
October 19, 2007

Eric Clark

ERIC CLARK
Secretary of State