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1226 Colt Street  
Jacksonville, FL 32211

September 5, 2000

Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

100003385021-4  
09/07/00-01035-003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Division of Corporations:

I am sending you the Articles of Incorporation of Digital Wireless Solutions, Inc. I have enclosed all notarized documentation as well as a check for \$78.75 to cover the costs of incorporation. Please mail all correspondence to the registered agent David J. Blais at 1226 Colt Street, Jacksonville, FL 32211.

Thank you,

*David J. Blais*

David J. Blais

FILED  
00 SEP -7 PM 3:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*9-11*

ARTICLES OF INCORPORATION  
OF  
DIGITAL WIRELESS SOLUTIONS, INC.

FILED  
00 SEP -7 PM 3:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I – NAME

The name of this corporation is Digital Wireless Solutions, Inc.

ARTICLE II – DURATION

This corporation shall have perpetual existence commencing on the date of the filing of the Articles with the Department of State.

ARTICLE III – PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV – CAPITAL STOCK

This corporation is authorized to issue 500 shares of One dollar (\$1.00) Par value common stock which shall be designated as "Common Shares".

ARTICLE V – PRE-EMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI – CUMULATIVE VOTING

At each election for directors, every shareholder entitled to vote in the election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing the votes on the same principal among any number of the candidates.

ARTICLE VII – INITIAL REGISTERED OFFICE AND AGENT

The street address of the corporations' principal office is 1226 Colt Street, Jacksonville, FL 32211, and the name of the initial registered agent of the corporation at that address is David J. Blais.

## ARTICLE VIII – GREATER VOTING REQUIREMENT FOR SHAREHOLDERS WITH RESPECT TO SOME MATTERS

The affirmative vote of a majority of the shares of this corporation entitled to vote shall be required for the authorization of a merger, consolidation, sale of substantial assets and amendments.

## ARTICLE IX – APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not that approval is required by law.

## ARTICLE X – INITIAL BOARD OF DIRECTORS

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of the board of directors.

This corporation shall have two directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one director.

The name and address of the initial Board of Directors of this corporation is:

Anthony C. DiRaimo

P.O. Box 54244  
Jacksonville, FL 32245

David J. Blais

1226 Colt Street  
Jacksonville, FL 32211

Any and all of the powers and duties conferred to or imposed upon the Board of Directors, by resolution of the shareholder adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such persons as shall be provided by the shareholders.

## ARTICLE XI – BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders, but the Board of Directors may not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaw shall not be altered, amended or repealed by the Board of Directors.

## ARTICLE XII – INCORPORATOR

The name and address of the Incorporator signing these Articles is David J. Blais, 1226 Colt Street, Jacksonville, FL 32211.

### ARTICLE XIII – INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

### ARTICLE XIV – AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto by a majority vote of the Board of Directors and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS THEREOF, the undersigned Incorporator has executed this Articles of Incorporation on the 5th day of September 2000

David J. Blais  
David J. Blais – Incorporator

STATE OF FLORIDA  
COUNTY OF DUVAL

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared David J. Blais unto me and known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 5th day of September 2000.

Joyce Hughes  
JOYCE HUGHES  
NOTARY PUBLIC  
STATE OF FLORIDA



Joyce Hughes  
MY COMMISSION # CC954161 EXPIRES  
July 24, 2004  
BONDED THRU TROY FAIR INSURANCE, INC.

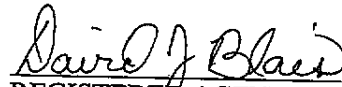
## SERVICE OF PROCESS CERTIFICATE

In compliance with Section 48.091, Florida Statutes, the following is submitted.

That Digital Wireless Solutions, Inc. desiring to organize under the laws of the State of Florida, with it's principal office as indicated in the Articles of Incorporation at 1226 Colt Street, Jacksonville, FL 32211, has named David J. Blais, located at 1226 Colt Street, Jacksonville, FL 32211, as it's agent to accept service of process within this state. The registered office address for service of process is 1226 Colt Street, Jacksonville, FL 32211.

### ACKNOWLEDGMENT

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

  
REGISTERED AGENT

**FILED**  
00 SEP - 7 PM 3:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA