

PO7000063579

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

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TALLAHASSEE, FLORIDA

**SMITH
SAUER
& DEMARIA**

ATTORNEYS AT LAW

May 25, 2007

*G. Thomas Smith
Board Certified
Real Estate Attorney*

Secretary of State
Corporate Records Division
Department of State
2661 Executive Center Circle
Tallahassee, FL 32301


RE: R4 Investments, L.L.C.

Dear Sir or Madam:

Enclosed please find the original and a copy of the Certificate of Conversion and the Articles of Incorporation for the above referenced company. Also enclosed is a check in the amount of \$105.00 representing the filing fee and registered agent fee. Please file the original and return the copy date-stamped as evidence of filing.

Should you have any questions or need additional information, please do not hesitate to call.

Sincerely,



Deborah Pollock
Legal Assistant

dmp:

Enclosures

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF CONVERSION
FOR
"OTHER BUSINESS ENTITY"
INTO
FLORIDA PROFIT CORPORATION**

This Certificate of Conversion and attached Articles of Incorporation are submitted to convert the following "Other Business Entity" into a Florida Profit Corporation in accordance with S. 607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: **R4 Investments, L.L.C.**
2. The "Other Business Entity" is a limited liability company first organized under the laws of the State of Florida on July 16, 2003. **LO3000026645**
3. The jurisdiction of the "Other Business Entity" remains the State of Florida.
4. The name of the Florida Profit Corporation as set forth in the attached Articles of Incorporation is: **Five Star Wireless, Inc.**

Signed this day of May, 2007

Carol R. Joyner
Carol R. Joyner

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

FIVE STAR WIRELESS, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I-NAME

The name of this corporation is Five Star Wireless, Inc.

ARTICLE II-DURATION

This corporation shall have a perpetual existence.

ARTICLE III-PURPOSE

The general purposes for which the corporation is organized are:

- (1) To represent Motorola within the federal government marketplace.
- (2) To conduct and transact any business lawfully authorized and not prohibited by Chapter 607, Florida Statutes, as the same may be from time to time amended. Provided, however, and notwithstanding the generality of the foregoing, this corporation is not to conduct a banking, safe deposit, trust, insurance, surety, express, building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition business.

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TALLAHASSEE, FLORIDA

ARTICLE IV-CAPITAL STOCK

The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is 10,000 shares of \$1.00 par value common stock.

ARTICLE V-INITIAL REGISTERED AGENT AND PRINCIPAL OFFICE

The street address of the initial registered office of this corporation in the State of Florida is 1177 Mary Lou Lane, Gulf Breeze, Florida 32563. The name of the initial registered agent for the corporation at that address is Carol R. Joyner. The principal office of the corporation shall be 1177 Mary Lou Lane, Gulf Breeze, Florida 32563. The mailing address shall be P. O. Box 685, Gulf Breeze, Florida 32562.

ARTICLE VI-INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial board of directors is one

(1). The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one (1).

The names and addresses of the initial directors of this corporation are:

NAME

STREET ADDRESS

Carol R. Joyner, President, Treasurer

1177 Mary Lou Lane
Gulf Breeze, FL 32563

Robert S. Joyner, Chief Operating Officer

1177 Mary Lou Lane
Gulf Breeze, FL 32563

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TALLAHASSEE, FLORIDA

ARTICLES VII-INCORPORATORS

The names and street addresses of the incorporators signing these Articles of Incorporation are:

NAME

STREET ADDRESS

Carol R. Joyner

1177 Mary Lou Lane
Gulf Breeze, FL 32563

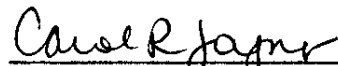
ARTICLE VIII-BYLAWS

The power to adopt, alter, amend, or repeal bylaws of this corporation shall be vested in the Board of Directors and the shareholders.

ARTICLE IX-AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this ____ day of May, 2007.

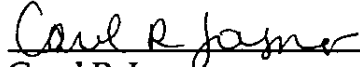


Carol R. Joyner

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TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment of Registered Agent of Five Star Wireless, Inc., which is contained in the foregoing Articles of Incorporation. The undersigned is familiar with, and accepts, the obligations provided for in Section 607.0505 of the Florida Statutes.


Carol R. Joyner

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TALLAHASSEE, FLORIDA

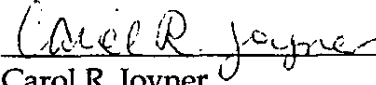
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Signed this day of May, 2007



Carol R. Joyner

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The names and addresses of the initial directors of this corporation are:

<u>NAME</u>	<u>STREET ADDRESS</u>
Carol R. Joyner, President, Treasurer	1177 Mary Lou Lane Gulf Breeze, FL 32563
Robert S. Joyner, Chief Operating Officer	1177 Mary Lou Lane Gulf Breeze, FL 32563

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STREET ADDRESS

Carol R. Joyner

1177 Mary Lou Lane
Gulf Breeze, FL 32563

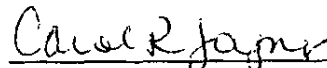
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ARTICLE IX-AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this ____ day of May, 2007.



Carol R. Joyner

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment of Registered Agent of Five Star Wireless, Inc., which is contained in the foregoing Articles of Incorporation. The undersigned is familiar with, and accepts, the obligations provided for in Section 607.0505 of the Florida Statutes.

Carol R. Joyner
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