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TRANSMITTAL LETTER

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

6000015427410  
-07/20/95--01022--010  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: COMMIVISION WIRELESS CORPORATION, INC.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and for :

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

Additional Copy Required

FROM:

JAMES W. RICE, esq.  
Name (printed or typed)

P.O. Box 970157  
Address

BOCA RATON, FL. 33497-0157  
City, State & Zip

407-477-0079  
Daytime Telephone number

FILED  
1995 JUL 20 AM 9 50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

R. CHESSEY JUL 21 1995

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION  
OF  
COMMVISION WIRELESS CORPORATION, INC.

ARTICLE I: NAME

The name of the corporation shall be:

COMMVISION WIRELESS CORPORATION, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal business address shall be:

3694 23rd Avenue South  
Suite 5  
Lake Worth, Florida 33461

The mailing address shall be:

P.O. Box 970157  
Boca Raton, Florida 33497-0157

ARTICLE III: SHARES

CAPITAL STOCK. The maximum number of shares that this corporation is authorized to have outstanding at any one time is 100,000 shares of common stock having no par value per share, with the consideration to be paid for each share to be in money, property or services, as may be fixed by the Board of Directors.

ARTICLE IV: REGISTERED AGENT

The street address of the initial registered office of this corporation is:

3649 23rd Avenue South  
Suite 5  
Lake Worth, Florida 33461

And the name of the initial registered agent of this corporation at that address is:

James W. Rice

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**ARTICLE V: INCORPORATOR**

The name and address of the incorporator of these articles of corporation is:

James W. Rice  
3694 23rd Avenue South  
Suite 5  
Lake Worth, Florida 33461

**ARTICLE VI: PURPOSE**

The corporation is organized as a corporation for any lawful purpose not specifically prohibited to corporations under the applicable laws of the State of Florida, including, but not limited to the purchase, sale, trading, financing and development of real and personal properties for profit, and the corporation shall be authorized in connection therewith to carry on any lawful business.

**ARTICLE VII: PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, 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 VIII: LOST OR DESTROYED CERTIFICATES**

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the Bylaws of this corporation.

**ARTICLE IX: AMENDMENT**

These Articles of Incorporation may be amended as provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock issued and entitled to be voted, unless all of the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

**ARTICLE X: NUMBER OF BOARD OF DIRECTORS**

The Board of Directors of this corporation shall consist of one or more directors, the exact number of which shall be the number of directors from time to time fixed by the Board of Directors or the stockholders in accordance with the Bylaws of the corporation. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at an annual or special meeting. The directors may be authorized and require the payment of the reasonable expenses incurred by directors in attending meetings of the directors. Nothing in this Article shall be construed to preclude a director from serving the corporation in any other capacity and receiving compensation therefor.

**ARTICLE XI: INITIAL BOARD OF DIRECTORS**

The initial Board of Directors shall consist of two members, who shall be:

Mohamed K. Nezami  
149 N.W. 70th Street  
Suite 305C  
Boca Raton, Florida 33487

and

James W. Rice  
3694 23rd Avenue South  
Suite 5  
Lake Worth, Florida 33461

**ARTICLE XII: INDEMNIFY AND EXPENSES**

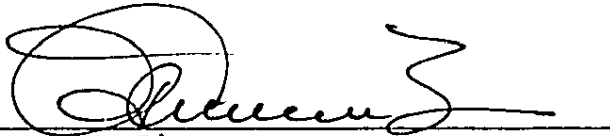
The Corporation shall indemnify, or advance reasonable expenses to, to the fullest extent authorized or permitted by the Florida General Corporation Act, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he (i) is or was a director of the Corporation; (ii) is or was serving at the request of the Corporation as a director of another corporation; (iii) is or was an officer of the Corporation, provided that he is or was at the time a director of the Corporation; or (iv) is or was serving at the request of the Corporation as an officer of another corporation, provided that he is or was at the time a director of the Corporation or a director of such other corporation, serving at the request of the Corporation. Unless otherwise expressly prohibited by the Florida General Corporation Act, and except as otherwise provided in the foregoing sentence, the Board of Directors of the Corporation shall have the sole and exclusive discretion, on such terms

**ARTICLE XII: (continued)**

and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit, or proceedings by reason of the fact that he is or was an officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as an officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise. No person falling within the purview of the foregoing sentence may apply for indemnification or advancement of expenses to any court of competent jurisdiction.

**ARTICLE XIII: INCORPORATOR**

The undersigned hereby executes the Articles of Incorporation, this 18 day of July, 1995.

A handwritten signature in black ink, appearing to read "James W. Rice", written over a horizontal line.

James W. Rice

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1995 JUL 20 AM 9:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CONSENT OF APPOINTMENT OF REGISTERED AGENT

TO: *SANDRA F. MORTMAN*  
~~ETI SMITH~~  
Secretary of State  
Corporation Commissioner  
State of Florida

I, James W. Rice, do hereby consent to serve as  
Registered Agent for the corporation, **COMMVISION**  
**WIRELESS CORPORATION, INC.**

This 18 day of July, 1995.

  
JAMES W. Rice

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TALLAHASSEE, FLORIDA