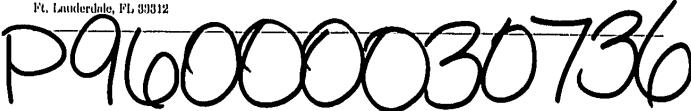
Law Offices of LINDA M. JAFFE, P.A.

New River Court Suite One 300 Southwest Second St.

Telephone: (305) 524-8000 FAX: (305) 524-8003



April 8, 1996

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

400001776094 -04/11/96--01020--014 ****122.50 ****122.50

RE: Articles of Incorporation of B. Wireless, Inc.

To Whom It May Concern:

Enclosed please find the original and two (2) copies of the Articles of Incorporation of "B. Wireless, Inc."

Also enclosed you will find a check in the amount of One Hundred Twenty Two Dollars and Fifty Cents (\$122.50) to cover the filing fee and the return of a certified copy.

Thank you.

Sincerely,

LINDA M. JĂFFE

LMJ/dw

Enclosures

96 APR -9 AH (1: 36

Str.

INSTITUTE STATE

ARTICLES OF INCORPORATION

96 APR -9 AIIII: 36

OF

B. WIRELESS, INC.

The undersigned subscribes to these Articles of Incorporation, natural persons competent to contract, hereby act to form a corporation under the laws of the State of Florida.

[ARTICLE | NAME]

The name of the corporation shall be B. Wireless, Inc.

[ARTICLE | PURPOSES AND POWERS]

The general nature of business to be transacted by the corporation is as follows:

- The corporation may engage in any activity of business which is permitted under the laws of the State of Florida.
- 2. And, in general, to carry on any other business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.
- 3. And, further, to borrow or raise money for any purpose of the company, and to secure the same interest, or for other purposes, to mortgage all or part of the property corporeal or incorporeal rights of franchise of this company now owned or hereinafter acquired, and to create, issue, draw, and accept and negotiate bonds and mortgages,

bills of exchange, promissory notes or other obligations or negotiable instruments.

[ARTICLE III - CAPITALIZATION]

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is One Hundred (100) shares of common stock, having a par value of One Dollar (\$1.00) per share.

[ARTICLE IV - INITIAL CAPITAL]

The initial capital with which this corporation will begin business is not less than Five Thousand Dollars (\$5,000.00).

[ARTICLE V - COMMENCEMENT AND DURATION]

This corporation is to commence existence upon the filing of the Articles of Incorporation by the Department of State. The corporation shall have a perpetual life unless dissolved in accordance with the laws of this State.

[ARTICLE VI PRINCIPAL PLACE OF BUSINESS]

The name of the corporation shall be B. Wireless, Inc., having its principal place of business at 2719 N.W. 6th Street, Ft. Lauderdale, Fiorida, 33311. The Board of Directors may from time to time move the principal office to any other address in the State of Florida, and establish branch offices in any place within the State of Florida as the said corporation may desire.

[ARTICLE VII - BOARD OF DIRECTORS]

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than two.

[ARTICLE VIII - INITIAL DIRECTOR]

The names and addresses of the first Board of Directors are as follows:

TERESA HALL 2719 N.W. 6th Street Ft. Lauderdale, FL 33311 DOUGLAS HALL 2719 N.W. 6th Street Ft. Lauderdale, FL 33311

[ARTICLE IX - INITIAL OFFICE HOLDERS]

The names and addresses of the initial officers of the corporation are as follows:

President/Treasurer

TERESA HALL

2719 N.W. 6th Street Ft. Lauderdale, FL 33311

Vice-President/Secretary

DOUGLAS HALL 2719 N.W. 6th Street Ft. Lauderdale, FL 33311

[ARTICLE X - INCORPORATORS]

The names and addresses of the Incorporators executing these Articles of Incorporator are as follows:

TERESA HALL 2719 N.W. 6th Street Ft. Lauderdale, FL 33311 DOUGLAS HALL 2719 N.W. 6th Street Ft. Lauderdale, FL 33311

[ARTICLE XI - AMENDMENT]

Those Articles of Incorporation may be amended in the manner 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 stockholders entitled to vote thereon.

[ARTICLE XII - REGISTERED AGENT]

TERESA HALL is hereby named Registered Agent for this corporation to be its agent, and to accept service of process within the State of Florida.

[ACKNOWLEDGEMENT]

The undersigned incorporator, for the purpose of forming this corporation to do business within the State of Florida, does make and file these Articles of Incorporation hereby declaring and certifying that the facts contained herein are true.

Jeresa Hall TERESA HALL	DOUGLAS HALL
STATE OF FLORIDA COUNTY OF BROWARD	
DOUGLAS HALL, who (are personally know dentification), and who executed the above.	
SWORN TO AND SUBSCRIBED before	re me this $\frac{2^{7^{1}}}{1}$ day of April, 1996.

DAWN WASCONIS

My Comm Exp. 5/20/98

No. CC376881

Personally Known (1 Other L. D.

my commission expires:

[ACKNOWLEDGEMENT OF REGISTERED AGENT]

The undersigned hereby accepts designation as the Registered Agent for Service -9 of Process upon the corporation whose registered office is located at 2719 N.W. 6th Street, Ft. Lauderdale, Florida, 33311, and agrees to comply with the provision of law applicable to said designation.

STATE OF FLORIDA COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared TERESA HALL, who is personally known to me, and who executed the above.

SWORN TO AND SUBSCRIBED before me this 4th day of April, 1996.

State of Florida at Large

my commission expires:

DAWN WASCONIS

My Comm Exp. 5/20/98 HOTARY Bonded By Service Ins

, No. CC376881

[] Other I. D.