

NUCKOLLE, JOHNSON & BELCHER, P. A. ATTORNEYS AND COUNSILORS AT LAW

THE TIDEWATER BUILDING

HUGH PAUL NUCKOLLS MAHL L. JOHNSON W. OUS BELCHER, EL P. O. DRAWER SIGO
FORT MYRES, FLORIDA DISCOR-2190
September 23, 1996

HUITE GOD GOTO JACKSON STREET FORT MYERS, FLORIDA BODOI (GID) GO4-G400

Secretary of State Division of Corporation P. O. Box 6327 Tallahassee, Florida 32314

Re: Wireless One Network, Inc.

000001956400 -09/25/96--01055--016 *****70.00 *****70.00

Dear Sir or Madam:

Please find enclosed the original executed Articles of Incorporation for the above referenced corporation for filing, along with the Acceptance by Registered Agent. Also enclosed a check in the amount of \$70.00 for the required filing fee.

I have also enclosed a copy of a reservation letter received from your office (reservation number R96000004327) dated September 11, 1996.

Once you receive this letter and the enclosed document should you have any questions please do not hesitate to contact me.

Very truly yours,

HUGH PAUL NUCKOLLS

HPN/csh Enclosures: as stated. D95.W2:Secretary.L2

Sent via Federal Express

FILED
96 SEP 25 PH 1: 26
SECRETARY OF STATE
MI AMASSEE FLORID

d'all

ARTICLES OF INCORPORATION OF

WIRELESS ONE METWORK, INC.

The undersigned subscriber(s) to these Articles of Incorporation, each a natural person competent to contract, hereby form a corporation for profit under Chapter 607 the laws of the State of Florida.

ARTICLE I

The name of the corporation is Wireless One Network, Inc.

ARTICLE II

The corporation may engage in any activity of business permitted under the laws of the Untied State and this state.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of Common Stock, each share having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors from time to time.

ARTICLE IV

The amount of capital with which this corporation will begin business in One Thousand Dollars (\$1,000).

ARTICLE V

This Corporation shall commence its existence immediately

upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sconer dissolved according to law.

ARTICLE VI

The initial street address of the principal office of this corporation is to be:

2100 Rlectronics Lane Fort Myers, Florida 33912

The Board of Directors may from time to time move the principal office to any other address.

ARTICLE VII

The names and addresses of the Board of Directors who shall hold office until his successor or successors are elected and have qualified are:

XAME	ADDRESS
JAMES A. DWYER	3630 Bstero Blvd. President
	Fort Myers Beach, FL 33931
DAVID WINSTEL	5611 Harboridge Drive Vice President Fort Myers, FL 33908 Treasurer
THERESA COX MONTERO	6869 Highlands Pines Circle Secretary Fort Myers, FL 33912
	FOIL MYELS, TELESCOPE OF THE STATE OF THE ST

ARTICLE VIII

The names and street addresses of the subscribers of these Articles of Incorporation and the number of shares of stock that he has agreed to take is as follows:

JAMES A. DWYER		Estero Blvd.	1.000	
	Fort		_, _, _,	'n

ARTICLE IX

This corporation will have Three Directors initially. The number of Directors may be increased or diminished from time to time by the By-Law adopted by the Shareholder(s).

ARTICLE X

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

2100 Blectronics Lane Fort Myers, Florida 33912

and the name of the initial registered agent is James A. Dwyer.

ARTICLE XI

The 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 Shareholders and approved at a Shareholder's Meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all of the Shareholders sign a written statement manifesting their intention that certain amendment of the Articles of Incorporation be made.

IN WITNESS WHEREOF, the parties have hereunto set their hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 24th day of SEPTEMBER, 19986

JAMES A. DWYER

STATE OF FLORIDA)
COUNTY OF LEE

I am an officer authorized to take acknowledgements according to laws of the State of Florida, duly qualified and action, hereby certify that James A. Dwyer to me personally appeared, this date, acknowledged before me and executed the foregoing Articles of Incorporation, and I further certify that I know the said person making said acknowledgement to be the individual described in and who executed this document.

IN WITHESS WHEREOF, I hereunto set my hand and official seal this 447 day of September, 1996.



TALLES CONTRACTOR

NOTARY PUBLIC

Print Name: THECASE Cor Moores

My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, MAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with the laws of Florida, the following is submitted:

First, that WIRBLESS ONE NETWORK, INC. desiring to organize under the laws of the State of Florida, has named James A. Dwyer, 2100 Electronics Lane, Fort Myers, County of Lee, State of Florida 33912, as its statutory Registered Agent.

Having been named the statutory Registered Agent of the above Corporation at the place designated in this Certificate, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open, and I accept the obligations of Section 607.324, Florida Statutes,

JAMES A. DWYER
Dated: 27 September 1

96 SEP 25 PM 1: 26 SECRETARY OF STATE TALLAHASSEE, FLORIDA