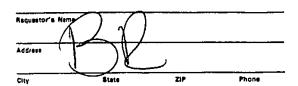
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CORPORATION(S) NAME

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EFFECTIVE DATE

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Document Examiner

Updater

Verifier

Acknowledgment

W.P. Varifier



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

January 14, 1997

EMPIRE

MIAMI, FL

SUBJECT: WORLDWIDE WIRELESS COMMUNICATIONS, INC.

Ref. Number: W97000000923

We have received your document for WORLDWIDE WIRELESS COMMUNICATIONS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6919.

Beth Register Corporate Specialist Supervisor

Letter Number: 097A00001880

EFFECTIVE DATE

ARTICLES OF INCORPORATION

OF

WORLDWIDE WIRELESS, INC.



ARTICLE ONE - CORPORATE NAME

The name of the corporation is:

WORLDWIDE WIRELESS, INC.

ARTICLE TWO - DURATION

The date when the Corporation's existence shall begin is the date of subscription and acknowledgment stated herein if these Articles of Incorporation are filed within five (5) days, exclusive of legal holidays, after subscription and acknowledgment hereof, and are subsequently approved by the Secretary of State, and all filing fees and taxes paid; otherwise, it shall be the date when the Articles of Incorporation are filed with the Office of the Secretary and approved. The period of this corporation's duration is perpetual.

ARTICLE_THREE - PURPOSE

This corporation is organized for the purpose of engaging or transacting in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE FOUR - CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

1000 (one thousand) shares of \$1.00 (one dollar) par value Common Stock, which shall be designated "Common Shares".

ARTICLE FIVE - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is

Name: Kelleigh Bywaters

Address: 2400 W Cypress Creek Road, Suite 100

City: Fort Lauderdale

County: Broward State: Florida Zip Code: 33309

The principal office, if known, or the mailing address of the corporation is:

Address: 2400 W Cypress Creek Road, Suite 100

City: Fort Lauderdale

State: Florida Zip Code: 33309

ARTICLE SIX - OFFICERS AND DIRECTORS

This corporation shall have one (1) director 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 one (1). The name and street address of the initial officers and director who shall hold office the first year of the corporations existence or until their successors are elected are:

Director, President, and Secretary

Kelleigh Bywaters 2400 W Cypress Creek Road, Suite 100 Fort Lauderdale, Florida 33309

ARTICLE SEVEN - INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation is:

Kelleigh Bywaters 2400 W Cypress Creek Road, Suite 100 Fort Lauderdale, Florida 33309

The undersigned subscriber has executed these Articles of Incorporation this 9th day of fanully, 1997.

Yllligh H Dyll Dyll No Maleria

CERTIFICATE AND KNOWLEDGEMENT OF REGISTERED AGENT



CERTIFICATE OF REGISTERED AGENT

WORLDWIDE WIRELESS, INC. (name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at

2400 W Cypress Creek Road, Suite 100 Fort Lauderdale Address:

City:

County: Broward State: Florida Zip Code: 33309

has named Kelleigh Bywaters located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.