



P9700050298
DACEY & ASSOCIATES, P.A.
CERTIFIED PUBLIC ACCOUNTANTS

97 JUN -5 PM 2:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 3, 1997

Office of the Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

800002202688--6
-06/05/97--01042--013
*****70.00 *****70.00

RE: CVI Wireless, Inc.

Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation, which includes the designation of registered agent, together with a check in the amount of \$70.00 for filing same.

A certified copy is NOT requested.

Thank you for your usual prompt attention to these matters.

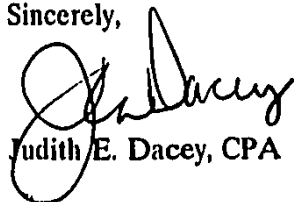
Please return the letter of acknowledgement to:

Judith E. Dacey, CPA

11018-112 Old St. Augustine Road

Jacksonville, FL 32257

Sincerely,


Judith E. Dacey, CPA

Enclosures

JD:ja



ARTICLES OF INCORPORATION

FILED

OF

97 JUN -5 PM 2: 00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CVI Wireless, Inc.

The undersigned, acting as the incorporator of a corporation under the Florida General Corporation Act, adopted the following Articles of Incorporation for such corporation:

ARTICLE I

NAME/PRINCIPAL OFFICE/MAILING ADDRESS:

The name of the corporation is:

CVI Wireless, Inc.

The principal office and mailing address is:

2846 Claire Lane

Jacksonville, Florida 32223

ARTICLE II

REGISTERED OFFICE AND REGISTERED AGENT:

The street address of the initial registered office is:

2846 Claire Lane

ARTICLES OF INCORPORATION

OF

CVI Wireless, Inc.

ARTICLE III

DURATION:

The Corporation shall have perpetual existence.

ARTICLE IV

PURPOSE:

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be now or hereafter organized under the laws of the State of Florida.

ARTICLE V

CAPITAL STOCK:

The corporation is authorized to issue only one class of stock. The total

ARTICLES OF INCORPORATION

OF

CVI Wireless, Inc.

ARTICLE VI

BOARD OF DIRECTORS:

The initial board of directors shall consist of one member. His name and mailing address, as well as, the position he holds is as follows:

Name: Carl S. Caminiti

Chairperson

Address: 2846 Claire Lane

Jacksonville, Florida 32223

OFFICERS:

The initial officers of the corporation shall consist of one person. His name and mailing address, as well as, the positions he holds are as follows:

Name: Carl S. Caminiti

President

Address: 2846 Claire Lane

Jacksonville, Florida 32223

ARTICLES OF INCORPORATION

OF

CVI Wireless, Inc.

ARTICLES VII

INCORPORATOR:

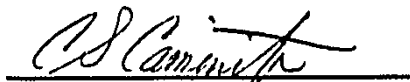
The name and address of the incorporator is:

Name: Carl S. Caminiti

Address: 2846 Claire Lane

Jacksonville, Florida 32223

The undersigned being the sole incorporator above named signs and acknowledges these Articles of Incorporation at Jacksonville, Florida on the 3RD day of June, 1997.

A handwritten signature in cursive script, appearing to read 'C. S. Caminiti', is written over a horizontal line.

Incorporator (Signature)

ARTICLES OF INCORPORATION

OF

CVI Wireless, Inc.

STATE OF FLORIDA

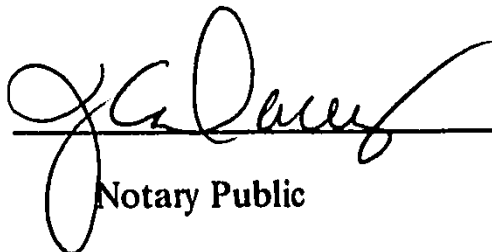
COUNTY OF DUVAL

Before me, the undersigned authority, personally appeared

Carl S. Caminiti.

Who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Jacksonville in said County and State this 3rd day of June, 1997.

A handwritten signature in cursive script, appearing to read "J. C. Davis", is written over a horizontal line. Below the line, the words "Notary Public" are printed.

STATE OF FLORIDA

Personally Known

or

ARTICLES OF INCORPORATION

FILED

OF

97 JUN -5 PM 2:01

CVI Wireless, Inc.

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

ACCEPTANCE OF REGISTERED AGENT APPOINTMENT

BY INCORPORATOR AS SET FORTH IN ARTICLE II

First - That CVI Wireless, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the city of Jacksonville, state of Florida, has named Carl S. Caminiti, located at 2846 Claire Lane, in the city of Jacksonville, state of Florida, 32223, as its agent to accept service of process within Florida.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provision of all statutes relative to the proper and complete performance of my duties.

Signature



(Registered Agent)

(Incorporator & Corporate Officer)