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((H98000014828 1))

TO: DIVISION OF CORPORATIONS

EFFECTIVE DATE
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FAX #: (850)922-4001

FROM: FILINGS, INC.

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CONTACT: TERESA ROMAN PHONE: (850)385-6735
(850)561-1025

FAX #:

NAME: REPEATER NETWORK SPECTRU AQ., INC. AUDIT NUMBER.....H98000014828 DOC
TYPE.....FLORIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS..0
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EFFECTIVE DATE

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ARTICLES OF INCORPORATION
OF

REPEATER NETWORK SPECTRUM AQ., INC.
a Florida corporation

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a Florida corporation under the Florida General Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME

The name of the corporation is REPEATER NETWORK SPECTRUM AQ., INC, a Florida corporation.

ARTICLE II

DURATION

The corporation shall have perpetual existence.

ARTICLE III

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of Florida.

ARTICLE IV

The corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock.

Prepared by:
Edwin E. Mortell, III, Esquire
Post Office Drawer 15700
West Palm Beach, FL 33416
Florida Bar No. 832758
(561) 686-5005

H88000/4828

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street and mailing address of the principal office is Post Office Box 99, 270 North Convent Street, Bourbonnais, Illinois 60914, and the initial registered agent of the corporation is Edwin E. Mortell, III at 1550 Southern Boulevard, Suite 300, West Palm Beach, Florida 33406.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The corporation shall initially have one (1) officer who shall also be director to hold office until the first annual meeting of shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the corporation. The name and address of the director of the corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Harry Fitzgerald President, Secretary, Treasurer	Post Office Box 99 270 North Convent Street Bourbonnais, IL 60914

ARTICLE VII

INCORPORATOR

The name and address of the person signing these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
Edwin E. Mortell, III	1550 Southern Blvd. Suite 300 West Palm Beach, FL 33406

ARTICLE VIII

AMENDMENTS

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

ARTICLE IX

COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence existence 10th of August, 1998.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 10th day of August 1998.


EDWIN E. MORTELL, III
Incorporator

STATE OF FLORIDA

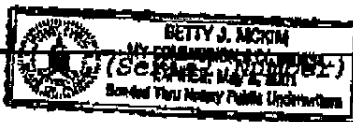
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgements, appeared EDWIN E. MORTELL, III, personally known to me or who produced a _____ as identification and who () did or (X) did not take an oath.

WITNESS my hand and official seal in the State and County aforesaid this 10th day of August, 1998.

Betty J. McKim
Notary Public, State of Florida

BETTY J. MCKIM
(Print/Type Name of Notary)



My Commission Expires:

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as registered agent of REPEATER NETWORK SPECTRUM AQ., INC., a Florida corporation as made in the foregoing Articles of Incorporation.

Date: August 10, 1998

Edwin E. Mortell, III
Registered Agent

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