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Florida Department of State

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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : TESCHER, LIPPMAN, VALINSKY & KAIN
Account Number : 072164000350
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FLORIDA PROFIT CORPORATION OR P.A.

220 MHz Bidding Consortium, Inc.

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ARTICLES OF INCORPORATION
OF
220 MHz BIDDING CONSORTIUM, INC.

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I

CORPORATE NAME

The name of this Corporation shall be: 220 MHz Bidding Consortium, Inc.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation is 540 NW 33rd Avenue, Suite 106, Fort Lauderdale, Florida 33322.

ARTICLE III

CAPITAL STOCK

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be 12,000,000 which are to be divided into two classes as follows:

10,000,000 shares of common stock, par value \$.0001 per share; and
2,000,000 shares of preferred stock, par value \$.0001 per share.

Fax Audit # H99000007372 8
Prepared by: Kipnis Tescher Lippman
& Valinsky
100 NE 3rd Avenue, Suite 610
Ft. Lauderdale, FL 33301
(954) 467-1964
Jay L. Valinsky FL Bar 0625109

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The preferred stock may be created and issued from time to time in one or more series and with such designations, rights, preferences, conversion rights, cumulative, relative, participating, optional or other rights, including voting rights, qualifications, limitations or restrictions thereof as shall be stated and expressed in the resolution or resolutions providing for the creation and issuance of such preferred stock as may be adopted from time to time in the sole discretion by the Corporation's Board of Directors pursuant to the authority in this paragraph given.

ARTICLE IV
REGISTERED AGENT AND
INITIAL REGISTERED OFFICE IN FLORIDA

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Jay L. Valinsky
100 Northeast Third Avenue, Suite 610
Fort Lauderdale, Florida 33301

ARTICLE V
INCORPORATOR

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

Jay L. Valinsky
100 Northeast Third Avenue, Suite 610
Fort Lauderdale, Florida 33301

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Valinsky
100 NE 3rd Avenue, Suite 610
Ft. Lauderdale, FL 33301
(954) 467-1964
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FL Bar 0625109

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ARTICLE VI

INDEMNIFICATION

This Corporation shall indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

ARTICLE VII

AFFILIATED TRANSACTIONS

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

ARTICLE VIII

CONTROL SHARE ACQUISITIONS

This Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

INCORPORATOR

Jay L. Valinsky

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THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Business Corporation Act, including specifically Section 607.0505.

REGISTERED AGENT

Jay L. Valinsky

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Valinsky

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