

STATE OF ALABAMA

DOMESTIC FOR-PROFIT CORPORATION ARTICLES OF INCORPORATION GUIDELINES

INSTRUCTIONS:

STEP 1: CONTACT THE OFFICE OF THE SECRETARY OF STATE AT (334)242-5324 TO RESERVE A CORPORATE NAME.

STEP 2: TO INCORPORATE, FILE THE ORIGINAL, TWO COPIES OF THE ARTICLES OF INCORPORATION AND THE CERTIFICATE OF NAME RESERVATION IN THE COUNTY WHERE THE CORPORATION'S REGISTERED OFFICE IS LOCATED. THE SECRETARY OF STATE'S FILING FEE IS \$40. PLEASE CONTACT THE JUDGE OF PROBATE TO VERIFY FILING FEES.

PURSUANT TO THE PROVISIONS OF THE ALABAMA BUSINESS CORPORATION ACT, THE UNDERSIGNED HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

- Article I* The name of the corporation:
AERIA WIRELESS
- Article II* The duration of the corporation is "perpetual" unless otherwise stated.
- Article III* The corporation has been organized for the following purpose(s):
TO PROVIDE WIRELESS BROADBAND SERVICES FOR
INTERNET
- Article IV* The number of shares which the corporation shall have the authority to issue is 1,000,000
- Article V* The **street address** (NO PO BOX) of the registered office: 109 BRANCH DR
CHELSEA, AL 35043 and the name of the
registered agent at that office: BRYON RICKARD
- Article VI* The name(s) and address(es) of the Director(s):
SCOTT HAWLEY 958 Old CAHABA DR HELENA, AL 35080
JAY WINKS 2423 EAGLE COURT BIRMINGHAM, AL 35216
RON LUEBKE 1133 MERRY FOX FARMS RD ALABASTER, AL 35007
- Article VII* The name(s) and address(es) of the Incorporator(s):
BRYON RICKARD 109 BRANCH DR, CHELSEA, AL 35043

Any provision that is not inconsistent with the law for the regulation of the internal affairs of the corporation or for the restriction of the transfer of shares may be added.

IN WITNESS THEREOF, the undersigned incorporator executed these Articles of Incorporation
on this the 19TH day of MAY, 20 05.

Printed Name and Business Address of Person Preparing this
Document:

BRYON RICKARD
Type or Print Name of Incorporator

B. Rickard
Signature of Incorporator



20050519000242310 2/2 \$95.00
Shelby Cnty Judge of Probate, AL
05/19/2005 09:00:30AM FILED/CERT

Nancy L. Worley
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Nancy L. Worley, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that pursuant to the provisions of Section 10-2B-4.02, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

Aeria Wireless, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Bryon Rickard, 109 Branch Dr, Chelsea, AL 35043 for a period of one hundred twenty days beginning May 12, 2005 and expiring September 10, 2005.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

May 12, 2005

Date

Nancy L. Worley

Secretary of State