

EXHIBIT "B"

ARTICLES OF INCORPORATION

and

AUTHORITY TO DO BUSINESS IN THE STATE OF SOUTH DAKOTA

IOWA

No. W00558689
Date: 02/08/2008

SECRETARY OF STATE

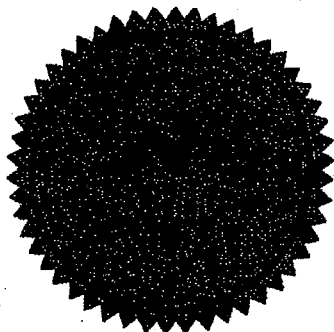
490DLC-000357573
BOOMERANG WIRELESS, LLC

ACKNOWLEDGEMENT OF DOCUMENT FILED

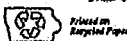
The Secretary of State acknowledges receipt of the following document
Articles of Organization

The document was filed on February 7, 2008, at 05:29 PM, to be
effective as of February 7, 2008, at 05:29 PM.

The amount of \$50.00 was received in full payment of the filing fee.



Michael A. Mauro
MICHAEL A. MAURO SECRETARY OF STATE



357573

ARTC30 \$60.00 DMC 2 28&B 523490

ARTICLES OF ORGANIZATION

OF

BOOMERANG WIRELESS, LLC

TO THE SECRETARY OF STATE OF THE STATE OF IOWA:

Pursuant to Section 301 of the Iowa Limited Liability Company Act, the undersigned adopts the following Articles of Organization:

ARTICLE I

NAME

The name of the limited liability company is BOOMERANG WIRELESS, LLC (the "Company").

ARTICLE II

INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The street address of the Company's initial registered office is 115 Third Street SE, Suite 1200, Cedar Rapids, IA 52401-1266, and the name of its initial registered agent at that office is David J. Zylstra.

ARTICLE III

PRINCIPAL OFFICE

The street address of the Company's principal office is 7424 Hampshire Drive NE, Cedar Rapids, IA 52402.

ARTICLE IV

MANAGEMENT

The business and affairs of the Company shall be governed by its Managers in the manner described in the Company's Operating Agreement. No Manager's, Member's, officer's or other person's action will bind the Company except as authorized pursuant to the Company's Operating Agreement.

2

RECEIVED TIME FEB. 7. 5:29PM

ARTICLE V

PERIOD OF DURATION

The Company's existence will commence upon the acceptance of these Articles of Organization for filing with the Secretary of State of Iowa in accordance with the Iowa Limited Liability Company Act and will have a perpetual duration, unless dissolved sooner in accordance with the Iowa Limited Liability Company Act.

ARTICLE VI

NON-LIABILITY AND INDEMNIFICATION

A. A Manager or Member of this Company shall not be personally liable to the Company or its Members for any action taken, or failure to take any action as a Manager or as a Member with which management is vested, except for liability for: (i) the amount of a financial benefit received by a Manager or Member to which the Manager or Member is not entitled; (ii) an intentional infliction of harm on the Company; (iii) a violation of Section 807 of the Iowa Limited Liability Company Act (or any similar provision of any subsequent law enacted in Iowa); or (iv) an intentional violation of criminal law.

B. The Company may, pursuant to the Operating Agreement or by unanimous vote of the disinterested Members, indemnify and advance expenses to each individual who is or was a Manager or Member of the Company (and the heirs, executors, personal representatives or administrators of such individual) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a Manager or Member of the Company or is or was serving at the request of the Company as a Manager, director, officer, partner, trustee, employee or agent of another limited liability company, corporation, partnership, joint venture, trust, employee benefit plan or other enterprise.

C. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or Operating Agreement of the Company, agreement, vote of Members, or otherwise.

D. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a Member or officer existing at the time of such repeal or amendment.

ARTICLE VII

EFFECTIVE DATE

These Articles of Organization shall be effective on the date of filing.

DATED this 7th day of February, 2008.

Dh
Dennis Henderson, Organizer

FILED
IOWA
SECRETARY OF STATE
2-7-08
5:29 PM
W558689



RECEIVED TIME FEB. 7. 5:29PM



**SOUTH DAKOTA
SECRETARY OF STATE**
Jason M. Gant

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Submit Query

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Name **BOOMERANG WIRELESS, LLC**
Corporate ID **FL006293**
Incorporation/Qualification Date **5/4/2012**
Home State **IOWA**
Status **Good Standing**
Last Annual Report **2013**
Corporation Type **Foreign LLC**
Stock Info

- [Registered Agent](#)
- [Documents](#)
- [Officers](#)



Type the code from the image. Not case sensitive.

[View Documents](#)

Documents

Date	Pages	Document Type	PDF
4/2013		Annual Report - 2013	PDF
7/2012		Statement of Change - 2012	PDF
5/2012	5	CERTIFICATE OF AUTHORITY	PDF

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Secretary of State | Capitol Building | 500 East Capitol Avenue | Pierre SD 57501 | (605) 773-3537 | Fax: (605) 773-6580 | sdsos@state.sd.us

389 0974 05/07/2012

Receipt Number: _____

40044

File Number

FL006293



CERTIFICATE_OF_AUTHORITY

For

BOOMERANG WIRELESS, LLC (IA)

Filed at the request of

SHERRY REESE
THE COMPLIANCE GROUP
1420 SPRING HILL ROAD STE 401
MCLEAN VA 22102

State of South Dakota
Office of the Secretary of State

Filed in the office of the Secretary of State on: **Friday, May 04, 2012**


Secretary of State

Fee Received: \$750.00

State of South Dakota



OFFICE OF THE SECRETARY OF STATE

Certificate of Authority Limited Liability Company

ORGANIZATIONAL ID #: FL006293

I, **Jason M. Gant**, Secretary of State of the State of South Dakota, hereby certify that duplicate of the Application for a Certificate of Authority of **BOOMERANG WIRELESS, LLC (IA)** to transact business in this state duly signed and verified pursuant to the provisions of the South Dakota Limited Liability Company Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I hereby issue this Certificate of Authority and attach hereto a duplicate of the application for certificate of authority.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused to be affixed the Great Seal of the State of South Dakota, in Pierre, the Capital City, this May 4, 2012.

Jason M. Gant
Secretary of State

CertAuthLLC Merge

389 0976 05/07/2012

Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845

APPLICATION FOR CERTIFICATE OF AUTHORITY FOREIGN LIMITED LIABILITY COMPANY

Please Type or Print Clearly in Ink

Please submit one Original and one Photocopy

FILING FEE: \$750 payable to SECRETARY OF STATE

RECEIVED
MAY 04 2012
S.D. SEC. OF STATE

Filed this 4th day of Aug., 2012
James J. Land
SECRETARY OF STATE

Telephone # _____
FAX # _____

Application must be accompanied by a one page original certificate of existence issued by the Secretary of State or other official having custody of the organizational records in the state or country under whose law it is organized.

1. The name of the company is Boomerang Wireless, LLC

The name must include limited liability company, limited company or the abbreviation L L C , LLC, L C or LC Limited may be abbreviated as Ltd and company may be abbreviated as Co

2. The name of the state or country under whose laws it is organized is Iowa

3. The period of its duration perpetual

4. The address of its principal office (this is the address of the executive offices of the corporation).

955 Kacena Road, Suite A Hiawatha IA 52233
Street Address City State ZIP+4

Mailing Address (Optional) City State ZIP+4

5. The South Dakota Registered Agent name National Registered Agents, Inc

300 South Phillips Avenue, Suite 300 Sioux Falls SD 57104
Street Address or Rural Route Box Number in This State and City State ZIP+4

Mailing Address in This State, if Different from Street Address City State ZIP+4

When listing a Commercial Registered Agent, please state their CRA #.
This number can be obtained from the Commercial Registered Agent. **CR000011**

6. Please check one:

- The company is member managed.
- The company is manager managed.

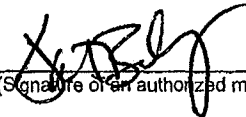
If this company is manager managed, please state the name and address of each manager.

Dennis Henderson	955 Kacena Road, Suite A	Hiawatha	IA	52233
Manager	Street Address	City	State	ZIP+4
Jim Balvanz	955 Kacena Road, Suite A	Hiawatha	IA	52233
Manager	Street Address	City	State	ZIP+4
Manager	Street Address	City	State	ZIP+4

7. Whether one or more of the members of the company are to be liable for its debts and obligations under a provision similar to SDCL 47-34A-303 (c)

The application must be signed by a Manager so stated in question number 6 or a Member if the company is member managed.

Dated 04/11/2012



 (Signature of an authorized member or manager)

Jim Balvanz

 (Printed Name)

VP of Finance

 (Title)

389 0978 05/07/2012

**IOWA SECRETARY OF STATE
MATT SCHULTZ**



CERTIFICATE OF EXISTENCE

Date: 5/3/2012

Name: BOOMERANG WIRELESS, LLC (489DLC - 357573)

Date of Incorporation: 1/18/2008

Duration: PERPETUAL

I, Matt Schultz, Secretary of State of the State of Iowa, custodian of the records of incorporations, certify the following for the limited liability company named on this certificate:

- a. The entity is in existence and duly incorporated under the laws of Iowa.
- b. All fees, taxes and penalties required under the Revised Uniform Limited Liability Company Act and other laws due the Secretary of State have been paid.
- c. The most recent biennial report required has been filed with the Secretary of State.
- d. The Secretary of State has not administratively dissolved the limited liability company.
- e. The Secretary of State has not filed either a statement of dissolution or statement of termination.

<p>Certificate ID: CS66317</p> <p>To validate certificates visit: sos.iowa.gov/ValidateCertificate</p>
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A handwritten signature in black ink, appearing to read "Matt Schultz", is written over a horizontal line.

Matt Schultz, Iowa Secretary of State