

ARTICLES OF INCORPORATION OF THE ORANGE COUNTY BROADBAND AUTHORITY

I. Authority Name

The name of the authority is "Orange County Broadband Authority" (the "Authority").

The only member of the Authority shall be the County of Orange, Virginia, which is a political subdivision of the Commonwealth of Virginia, authorized by the Virginia Wireless Service Authorities Act (Va. Code §15.2-5431.1 *et seq.*) to participate in this Authority ("Member").

II. Principal Address

The address of the Authority's principal office is the Orange County Administration Office, which is located at 112 West Main Street, Orange, Virginia 22960.

III. Authority Board

The Board of Directors of the Orange County Broadband Authority shall consist of five (5) members with terms of two (2) years to expire on December 31st of the year in which there is a Board of Supervisors election in Orange County.

There is no maximum number of consecutive terms an appointed director may serve. The initial appointed directors shall be the five (5) current members of the Orange County Board of Supervisors.

The Board of Directors of the Authority shall exercise the powers of the Authority, and members of the Board of Directors shall be appointed, serve, and be governed by the provisions of the Virginia Wireless Service Authorities Act. All members of the Board of Directors shall have full voting rights and privileges.

The names and addresses of the initial members of the Authority Board of Directors are as follows:

R. Mark Johnson
4422 Spotswood Trail
Barboursville, Virginia 22923

James K. White
22373 Berry Run Road
Orange, Virginia 22960

S. Teel Goodwin
P. O. Box 644
Orange, Virginia 22960

James P. Crozier
9651 Meadows Road
Mine Run, Virginia 22508

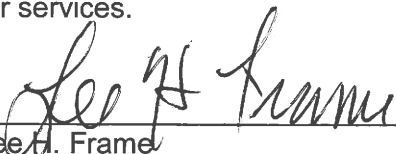
Lee H. Frame
103 Woodland Trail
Locust Grove, Virginia 22508

IV. Authority Purpose

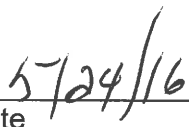
The Authority's purpose is to provide qualifying communications services as authorized by the Virginia Wireless Service Authorities Act and Article 5.1 (§56-484.7:1 *et seq.*) of Chapter 15 of Title 56 of the Code of Virginia.

V. Powers of the Authority

The Authority is an instrumentality exercising public and essential governmental functions to provide for the public health and welfare. The Authority shall have all rights, duties, and powers provided under the Virginia Wireless Service Authorities Act, including but not limited to, the power to sue and be sued in its own name, adopt an official seal, adopt bylaws and rules to govern its affairs, issue notes and revenue bonds, enter into contracts, and fix and charge fees for services.



Lee H. Frame
Chairman
Orange County Board of Supervisors



Date