

**STATE OF GEORGIA**  
**Secretary of State**  
**Corporations Division**  
**313 West Tower**  
**2 Martin Luther King, Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

**CERTIFICATE OF INCORPORATION**

I, **Brian P. Kemp**, the Secretary of State and the Corporation Commissioner of the State of Georgia, hereby certify under the seal of my office that

**Fios, Inc.**  
a Domestic Profit Corporation

has been duly incorporated under the laws of the State of Georgia on **12/04/2017** by the filing of articles of incorporation in the Office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on **12/15/2017**.



*B. P. Kemp*  
Brian P. Kemp  
Secretary of State

**ARTICLES OF INCORPORATION**

\*Electronically Filed\*  
Secretary of State  
Filing Date: 12/4/2017 4:22:57 PM

**BUSINESS INFORMATION**

<b>CONTROL NUMBER</b>	17130435
<b>BUSINESS NAME</b>	Fios, Inc.
<b>BUSINESS TYPE</b>	Domestic Profit Corporation
<b>EFFECTIVE DATE</b>	12/04/2017
<b>SHARES</b>	1000

**PRINCIPAL OFFICE ADDRESS**

<b>ADDRESS</b>	PO Box 420528, Atlanta, GA, 30342, USA
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**REGISTERED AGENT'S NAME AND ADDRESS**

<b>NAME</b>	<b>ADDRESS</b>
Thrasher, H. Grady, IV	Five Concourse Parkway, Suite 3200, Fulton, Atlanta, GA, 30328, USA

**INCORPORATOR(S)**

<b>NAME</b>	<b>TITLE</b>	<b>ADDRESS</b>
H. Grady Thrasher, IV	INCORPORATOR	5 Concourse Parkway, Suite 3200, Atlanta, GA, 30328, USA

**OPTIONAL PROVISIONS**

(A) No director shall have any personal liability to the Corporation or to its shareholders for monetary damages for breach of duty of care or other duty as a director, by reason of any act or omission occurring subsequent to the date when this provision becomes effective, except that this provision shall not eliminate or limit the liability of a director for (a) any appropriation, in violation of his duties, of any business opportunity of the Corporation; (b) acts or omissions which involve intentional misconduct or a knowing violation of laws; (c) liabilities of a director imposed by Section 14-2-832 of the Georgia Business Corporation Code; or (d) any transaction from which the director derived an improper personal benefit. (B) Each person who is or was a director or officer of the Corporation, and each person who is or was a director or officer of the Corporation who at the request of the Corporation is serving or has served as an officer, director, partner, joint venturer or trustee of another corporation, partnership, joint venture, trust or other enterprise shall be indemnified by the Corporation against those expenses (including attorneys' fees), judgments, fines and amounts paid in settlement which are allowed to be paid or reimbursed by the Corporation under the laws of the State of Georgia and which are actually and reasonably incurred in connection with any action, suit, or proceeding, pending or threatened, whether civil, criminal, administrative or investigative, in which such person may be involved by reason of his being or having been a director or officer of this Corporation or of such other enterprises. Such indemnification shall be made only in accordance with the laws of the State of Georgia and subject to the conditions prescribed therein. (C) In any instance where the laws of the State of Georgia permit indemnification to be provided to persons who are or have been an officer or director of the Corporation or who are or have been an officer, director, partner, joint venturer or trustee of any such other enterprise only on a determination that certain specified standards of conduct have been met, upon application for indemnification by any such person the Corporation shall promptly cause such determination to be made (i) by the Board of Directors by majority vote of a quorum consisting of directors not at the time parties to the proceeding; (ii) if a quorum cannot be obtained under (i), by majority vote of a committee duly designated by the Board of Directors (in which designation directors who are parties may participate), consisting solely of two or more directors not at the time parties to the proceeding; (iii) by special legal counsel selected by the Board of Directors or its committee in the manner prescribed in (i) or (ii), or if a quorum of the Board of Directors cannot be obtained under (i), and a committee cannot be designated under (ii), selected by majority vote of the full Board of Directors (in which selection directors who are parties may participate); or (iv) by the shareholders, but shares owned by or voted under the control of the directors who are at the time parties to the proceeding may not be voted on the determination. (D) As a condition to any such right of indemnification, the Corporation may require that it be permitted to participate in the defense of any such action or proceeding through legal counsel designated by the Corporation and at the expense of the Corporation. The Corporation may purchase and maintain insurance on behalf of any such persons whether or not the Corporation would have the power to indemnify such officers and directors against any liability under the laws of the State of

Georgia. If any expenses or other amounts are paid by way of indemnification, other than by court order, action by shareholders or by an insurance carrier, the Corporation shall provide notice of such payment to the shareholders in accordance with the provisions of the laws of the State of Georgia.

**AUTHORIZER INFORMATION**

**AUTHORIZER SIGNATURE** H. Grady Thrasher, IV

**AUTHORIZER TITLE** Incorporator