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BEFORE THE ARKANSAS SECURITIES COMMISSIONER

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ARKANSAS SECURITIES DEPT.

IN THE MATTER OF:
ARKANSAS AIR WAVES, INC. AND
WILLIAM E. LANGSTON

CASE NO S-17-0045

REQUEST FOR CEASE AND DESIST ORDER

The Staff of the Arkansas Securities Department (“Staff”) received information and has in its possession certain evidence that indicates Arkansas Air Waves, Inc. (“Arkansas Air Waves”) and William E. Langston (“Langston”) have violated provisions of the Arkansas Securities Act (“Act”), Ark. Code Ann. § 23-42-101 through § 23-42-509.

Administrative Authority

1. This matter is brought in connection with violations of sections of the Act and is therefore properly before the Arkansas Securities Commissioner (“Commissioner”) in accordance with Ark. Code Ann. § 23-42-209.

Respondents

2. Arkansas Air Waves was an Arkansas corporation. Arkansas Air Waves has its principle place of business at 1500 Central Avenue, Suite C, Hot Springs, Arkansas. Arkansas Air Waves is not registered with the Arkansas Securities Department (“Department”) in any capacity.

3. Langston is a resident of Hot Springs, Arkansas. Langston is an organizer and the president/CEO of Arkansas Air Waves. Langston is not registered with the Department in any capacity.

Facts Supporting Cease and Desist Order

4. Between August 2012 and February 2017, Arkansas Air Waves and Langston offered and sold shares of stock in Arkansas Air Waves to 28 persons. Exhibit 1, which is attached hereto, is a list of said 28 investors in Arkansas Air Waves. These 28 persons included Arkansas resident (“AR”) AR1 through AR26 and Missouri resident (“MO”) MO1 through MO2. These 28 investors received stock shares certificate forms from Arkansas Air Waves and Langston. An example of said form is attached hereto as Exhibit 2.

5. Arkansas Air Waves and Langston made repeated omissions and misstatements or misrepresentations of material information about the securities it and he offered and sold to AR1 through AR26 and MO1 through MO2. Each investor in Arkansas Air Waves received a set of documents titled “Investor Packet & Company Information” (“Investor Packet”). This Investor Packet contained a copy of the bylaws of Arkansas Air Waves, a five page general information document, two income projection charts, and a stock shares certificate form. Exhibit 2, an example of the stock shares certificate form, refers to Arkansas Air Waves as an Arkansas corporation. However, Arkansas Air Waves status as a corporation was revoked by the Arkansas Secretary of State on January 1, 2014. In addition, this form, which states that the stock shares have not been registered under the Securities Act of 1933, omits to mention the fact that the securities were also not registered or properly exempted under the Act and Rules of the Arkansas Securities Commissioner. In addition, this form does not mention any of the risks associated with the shares of stock issued by Arkansas Air Waves.

6. As stated above, the Investor Packet also included Exhibit 3, which is a five page general information document. Exhibit 3 discusses Arkansas Air Waves’ business and business expansion plan. On the fifth page of this information document, incorrect and unreasonable amounts are used

to discuss the revenue potential of Arkansas Air Waves. In addition, no detailed information or justification is provided for the assertion that over the next 2-3 years Arkansas Air Waves will have over 5,000 customers. Further, Exhibit 3 omits any mention of any risks involved in investing in the shares of stock offered and sold by Arkansas Air Waves or Langston to AR1 through AR26 and MO1 through MO2. Further, Langston has produced no document that was provided to any investor in Arkansas Air Waves that discusses the numerous risks involved in investing in shares of stock issued by Arkansas Air Waves. Prior to making a decision, any reasonable investor would want to have detailed and accurate information and know about the risks involved in investing in Arkansas Air Waves.

7. Further, the Investor Packet discussed above contained two charts attached hereto as Exhibits 4 and 5. During an interview by the Staff, Langston admitted that he created Exhibits 4 and 5 without the advice or assistance of an accountant. Exhibits 4 and 5 omit sufficient detail concerning the basis for the information contained in these exhibits for the investors to use the exhibits in making an informed investment decision. Exhibit 5 is titled "Income Status not Projections". However, Exhibit 5 clearly contains projections, a fact that Langston also admitted during the aforementioned interview. Both of these exhibits omit to tell investors how Arkansas Air Waves determined the potential number of customers. In addition, both exhibits omit to detail how Arkansas Air Waves will get and keep any potential customers. In fact, on July 5, 2017 Langston reported to the Staff that Arkansas Air Waves had approximately 200 customers. However, on November 9, 2017 Langston reported to the Staff that Arkansas Air Waves had lost some customers, and it only had about 150 customers remaining. Any reasonable investor would want to know specifics about how the potential customer numbers were determined, as well as how Arkansas Air Waves was going to obtain and retain the higher customer numbers.

8. Although exhibits 4 and 5 do list several business expenses, such as power, water, gas, fuel, building lease, and insurance, neither of these exhibits lists any non-business or personal expenses. Finally, both charts leave most of the costs fixed, even though the number of customers increases greatly. It is not reasonable to leave the costs as fixed as the number of customers increases greatly. Any reasonable investor would want to see an accurate reflection of costs as the customer numbers of Arkansas Air Waves increased.

9. In addition to the omissions and misstatements of material information contained in the Investor Packet, Arkansas Air Waves and Langston omitted to disclose several legal proceedings involving Arkansas Air Waves to any investor. On June 6, 2016 and again on December 8, 2016, the Garland County District Court entered default judgments against Arkansas Air Waves. The complaints for these cases were filed on July 2, 2015 and September 2, 2016. The December 8th default judgment is especially concerning, because it was granted to an unsatisfied customer of Arkansas Air Waves. In addition, on June 2, 2017 the Circuit Court of Garland County, Arkansas entered an order for Arkansas Air Waves and Langston to pay \$4,500 plus interest to an Arkansas couple. The complaint concerning this matter was filed on June 23, 2016, and alleged that said couple paid Langston said amount for Langston to build a broadcast internet tower on the couple's real property. Any reasonable investor would want to know about legal proceedings and judgments entered against the company, in which they were going to invest.

10. On at least four occasions, investor money was deposited into the Arkansas Air Waves administrative account at Southern Bancorp Bank. During an interview by the Staff, Langston admitted that the following deposits made into the administrative account were from investor stock purchases. On August 18, 2015, \$25,000.00 of investor money was deposited into said administrative account. On September 24, 2015, \$25,000.00 of investor money was deposited into

said administrative account. On January 9, 2017, \$10,000.00 of investor money was deposited into said administrative account. On May 15, 2017, \$25,000.00 of investor money was deposited into said administrative account. Between January 2015 and June 2017, significant amounts of money were paid out of the Arkansas Air Waves administrative account for non-business related expenses. These expenses included cash withdraws at Oaklawn Park ATMs, Oaklawn dining, the Tobacco Superstore, Discount Tobacco, Harps, McDonalds, Wendys, and others. During the aforementioned interview by the Staff, Langston admitted that most of the investors in Arkansas Air Waves did not know about these expenditures. In addition, during said interview Langston admitted that no investor in Arkansas Air Waves had received any return on their investment.

11. Langston maintains a website for Arkansas Air Waves with the web address of www.arairwaves.com. On the "about us" page of this website, Langston holds himself out to the public as the president and CEO of Arkansas Air Waves. During both interviews by the Staff, Langston confirmed that he is the president and CEO of Arkansas Air Waves.

12. Arkansas Air Waves and/or Langston did not register or obtain any exemption from registration from the Department or the United States Securities and Exchange Commission for any of the securities it or he offered and/or sold to AR1 through AR26 and MO1 through MO2.

13. Arkansas Air Waves and Langston did not file any paperwork necessary for any of the securities it or he offered and sold to AR1 through AR26 and MO1 through MO2 to be recognized as covered securities under any federal securities statute or the Act.

14. Sometime in September or October 2017, Langston created another broadcast internet company with the name of Big Dog Wireless. Although Langston has not incorporated Big Dog Wireless in Arkansas, Langston had established a website for Big Dog Wireless at www.computersplushotspings.com. During one of the interviews by the Staff, Langston admitted

that he had only told a few of the investors in Arkansas Air Waves about his creation of Big Dog Wireless, which is a competing business to Arkansas Air Waves.

Applicable Law

15. Ark. Code Ann. § 23-42-102(17)(A)(ii) defines stock as a security.

16. Ark. Code Ann. § 23-42-501 states it is unlawful for any person to offer or sell any security in this state unless: (1) it is registered under this chapter; (2) the security or transaction is exempted under Ark. Code Ann. § 23-42-503 or Ark. Code Ann. § 23-42-504; or (3) it is a covered security.

17. Ark. Code Ann. § 23-42-507(2) states that it is unlawful for any person, in connection with the sale of any security, directly or indirectly, to make any untrue statement of a material fact or omit to state a material fact necessary in order to make the statement made, in the light of the circumstances under which it was made, not misleading.

18. Ark. Code Ann. § 23-42-507(3) states that it is unlawful for any person, in connection with the sale of any security, directly or indirectly, to engage in any act practice, or course of business which operates or would operate as a fraud or deceit upon any person.

19. Ark. Code Ann. § 23-42-209(a) states that whenever it appears to the Commissioner, upon sufficient grounds or evidence satisfactory to the Commissioner, that any person has engaged or is about to engage in any act or practice constituting a violation of any provision of the Act or any rule or order under the Act, the Commissioner may summarily order the person to cease and desist from the act or practice.

Conclusions of Law

20. The shares of stock issued by Arkansas Air Waves and offered and sold by Arkansas Air Waves and Langston to AR1 through AR26 and MO1 through MO2 were securities as defined by Ark. Code Ann. § 23-42-102(17)(A)(ii).

21. Arkansas Air Waves and Langston did not properly register any securities, file for any exemption, or make any notice filing concerning any covered security with the Department regarding the securities offered and sold in and from Arkansas to AR1 through AR26 and MO1 through MO2.

22. The offer and sale of unregistered and non-exempt securities by Arkansas Air Waves and Langston to AR1 through AR26 and MO1 through MO2 constitute multiple violations of Ark. Code Ann. § 23-42-501 by Arkansas Air Waves and Langston.

23. The failure of Arkansas Air Waves and Langston to make full and complete disclosure of all the risks involved in the securities offered and sold by Arkansas Air Waves and Langston to AR1 through AR26 and MO1 through MO2, as detailed in paragraphs number 5 and 6, were omissions of a material facts in violation of Ark. Code Ann. § 23-42-507(2).

24. Arkansas Air Waves and Langston violated Ark. Code Ann. § 23-42-507(2) when it and he made misstatements and misleading statements of material information to AR1 through AR26 and MO1 through MO2, as detailed in paragraphs number 6 through 9.

25. Arkansas Air Waves and Langston violated Ark. Code Ann. § 23-42-507(3) when it and he used investor money from AR1 through AR26 and MO1 through MO2, as detailed in paragraphs number 8 and 10, to pay for non-business or personal expenses.

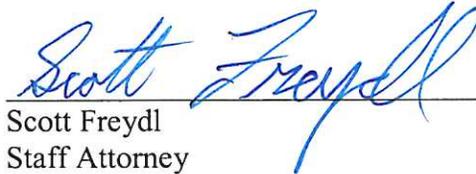
26. The conduct, acts, and practices of Arkansas Air Waves and Langston threaten immediate and irreparable public harm. A cease and desist order is in the public interest and is appropriate pursuant to Ark. Code Ann. § 23-42-209(a).

Prayer for Relief

WHEREFORE, the Staff respectfully requests that the Commissioner order Arkansas Air Waves and Langston to immediately CEASE AND DESIST from offering and/or selling any

securities in or from Arkansas until the securities are properly registered or exempted from registration pursuant to the Act and Rules; offering or selling securities through the use of misstatements or omissions of material information; from misusing investor money; and, for all other relief to which the Staff may be entitled.

Respectfully submitted,



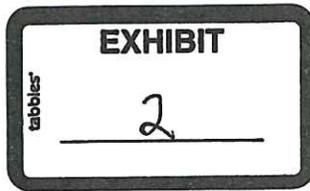
Scott Freydl
Staff Attorney
Arkansas Securities Department

1/8/18
Date

EXHIBIT 1
Investors in Arkansas Air Waves

<u>Investor</u>	<u>Date Invested</u>	<u>Amount Invested</u>
1. AR1	1/1/15	\$10,000
2. AR2	1/1/15	\$150,000
3. AR3	1/1/15	\$10,000
4. AR4	1/1/15	\$7,500
5. AR5	1/1/15	\$10,000
6. AR6	1/1/15	\$7,500
7. AR7	1/1/15	\$2,500
8. AR8	1/1/15	Trade for services
9. AR9	1/1/15	\$25,000
10. AR10	1/1/15	\$100
11. AR11	1/1/15	\$500
12. AR12	1/1/15	\$25,000
13. AR13	1/1/15	\$1,400
14. AR14	1/1/15	\$25,000
15. AR15	1/1/15	\$25,000
16. AR16	1/1/16	\$600
17. AR17	1/1/16	\$5,000
18. AR18	1/1/16	\$6,000
19. AR19	5/15/16	Trade for services
20. AR20	5/15/16	Trade for building lease
21. AR21	6/18/16	\$10,000
22. AR22	10/1/16	\$2,500
23. AR23	2/3/17	\$10,000
24. AR24	2/3/14	\$25,000
25. AR25	9/1/16	Trade for building lease
26. AR26	2/15/16	\$1,000
27. MO1	1/1/16	\$100
28. MO2	1/1/16	\$10

Number _____



* _____ * Shares

Common Stock

ARKANSAS AIR WAVES INC

An Arkansas Corporation

This certifies that _____ is the record holder of _____ (_____) shares of Common Stock of **ARKANSAS AIR WAVES INC**, an Arkansas corporation (the "Company"), transferable only on the books of the Company by the holder, in person, or by duly authorized attorney, upon surrender of this certificate properly endorsed or assigned.

This certificate and the shares represented hereby are issued and shall be held subject to all the provisions of the Certificate of Incorporation (AR Filing #811019925) and the Bylaws of the Company and any amendments thereto, copies of which are on file at the principal office of the Company and made a part hereof as fully as though the provisions of said Certificate of Incorporation and Bylaws were imprinted in full on this certificate, to all of which the holder of this certificate, by acceptance hereof, assents.

A statement of all of the rights, preferences, privileges and restrictions granted to or imposed upon the respective classes and/or series of shares of stock of the Company and upon the holders thereof may be obtained by any stockholder upon request and without charge, at the principal office of the Company, and the Company will furnish any stockholder, upon request and without charge, a copy of such statement.

Company has first right of refusal to repurchase listed shares at market value or a Gross Amount "Gross Consideration" agreed upon by both parties.

IN WITNESS WHEREOF, the Company has caused this certificate to be signed by its duly authorized officers on _____ / _____ / _____.

William Langston,

Shareholder Printed Name

Shareholder Signature

FOR VALUE RECEIVED OF _____, **ARKANSAS AIR WAVES** INC HEREBY SELLS, ASSIGNS AND TRANSFERS UNTO *** _____ **** +++++ _____ +++++ SHARES REPRESENTED BY THE WITHIN CERTIFICATE AND DOES HEREBY IRREVOCABLY CONSTITUTE AND APPOINT WILLIAM LANGSTON TO TRANSFER THE SAID SHARES ON THE SHARE REGISTER OF THE WITHIN NAMED CORPORATION WITH FULL POWER OF SUBSTITUTION IN THE PREMISES.

DATED: ___/___/___

William Langston

NOTICE: THE SIGNATURE ON THIS ASSIGNMENT MUST CORRESPOND WITH THE NAME AS WRITTEN UPON THE FACE OF THIS CERTIFICATE, IN EVERY PARTICULAR, WITHOUT ALTERATION OR ENLARGEMENT, OR ANY CHANGE WHATSOEVER.

THE SECURITIES REFERENCED HEREIN HAVE NOT BEEN REGISTERED UNDER THE SECURITIES ACT OF 1933, AND HAVE BEEN ACQUIRED FOR INVESTMENT AND NOT WITH A VIEW TO, OR IN CONNECTION WITH, THE SALE OR DISTRIBUTION THEREOF. NO SUCH SALE OR DISTRIBUTION MAY BE EFFECTED WITHOUT AN EFFECTIVE REGISTRATION STATEMENT RELATED THERETO OR AN OPINION OF COUNSEL IN A FORM SATISFACTORY TO THE COMPANY THAT SUCH REGISTRATION IS NOT REQUIRED UNDER THE SECURITIES ACT OF 1933. [THE TRANSFER OF SECURITIES REFERENCED HEREIN IS SUBJECT TO RESTRICTIONS REQUIRING APPROVAL OF THE BOARD OF DIRECTORS PURSUANT TO AND IN ACCORDANCE WITH THE COMPANY'S BYLAWS, COPIES OF WHICH MAY BE OBTAINED UPON WRITTEN REQUEST TO THE COMPANY AT ITS PRINCIPAL PLACE OF BUSINESS. THE COMPANY SHALL NOT REGISTER OR OTHERWISE RECOGNIZE OR GIVE EFFECT TO ANY PURPORTED TRANSFER OF SHARES OF STOCK THAT DOES NOT COMPLY WITH THE COMPANY'S BYLAWS.] [THE SHARES REFERENCED HEREIN MAY BE TRANSFERRED ONLY IN ACCORDANCE WITH THE TERMS OF AN AGREEMENT BETWEEN THE COMPANY AND THE STOCKHOLDER, A COPY OF WHICH IS ON FILE WITH AND MAY BE OBTAINED FROM THE SECRETARY OF THE COMPANY AT NO CHARGE.]

[THE SALE, PLEDGE, HYPOTHECATION OR TRANSFER OF THE SECURITIES REFERENCED HEREIN IS SUBJECT TO THE TERMS AND CONDITIONS OF A CERTAIN RIGHT OF FIRST REFUSAL AND CO-SALE AGREEMENT BY AND BETWEEN THE HOLDER, THE CORPORATION AND CERTAIN HOLDERS OF COMMON AND PREFERRED STOCK OF THE CORPORATION, A COPY OF WHICH IS ON FILE WITH AND MAY BE OBTAINED FROM THE SECRETARY OF THE COMPANY AT NO CHARGE.] [THE SECURITIES REFERENCED HEREIN ARE SUBJECT TO THE TERMS AND CONDITIONS OF AN AGREEMENT BY AND AMONG THE COMPANY AND CERTAIN STOCKHOLDERS OF THE COMPANY, A COPY OF WHICH IS ON FILE WITH AND MAY BE OBTAINED FROM THE SECRETARY OF THE COMPANY AT NO CHARGE, WHICH PLACES CERTAIN RESTRICTIONS ON THE VOTING OF THE SECURITIES REFERENCED HEREIN. ANY PERSON ACCEPTING ANY INTEREST IN SUCH SECURITIES SHALL BE DEEMED TO AGREE TO AND SHALL BECOME BOUND BY ALL THE PROVISIONS OF SAID AGREEMENT.]

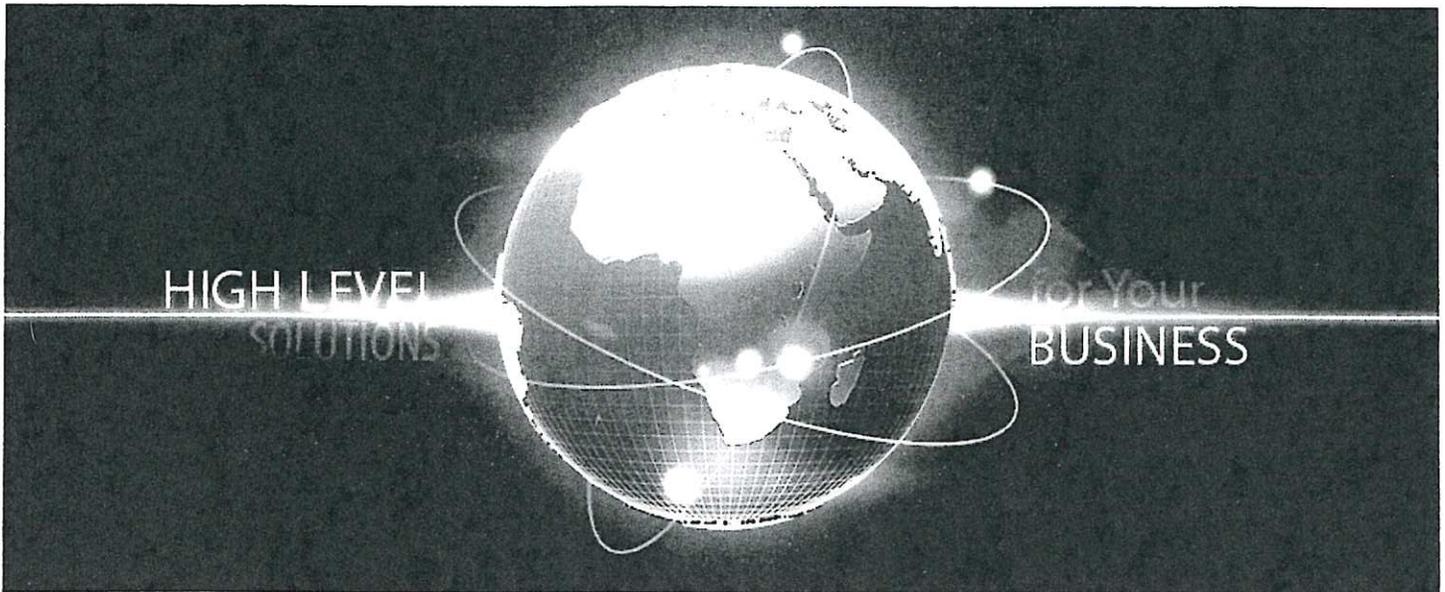
Shares Outstanding 2,500,000

ARKANSAS AIR WAVES, INC.

HOT SPRINGS, AR 71913

WWW.ARAIRWAVES.COM

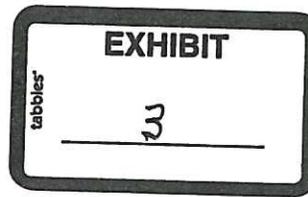
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**INVESTOR PACKET
&
COMPANY INFORMATION**

Arkansas Air Waves, Inc.

1500 Central Ave, Ste C
Hot Springs, AR 71901



Mission

Our mission is to provide up to 1 Gigabyte of High Speed Wireless Internet to Rural Arkansas.

Current and Expanding

Our main Transmitting Tower is located on Mt. Riente Rd in Hot Springs, AR. From our Mt Riente Tower, we transmit to several other Tower locations within Garland County and Clark County.

2016 – Clark County – Providing services to the area and assisting in Community Development

2016 – Developed a Partnership with South Central Arkansas Electric Co-Op

2016 – We are expanding into the Little Rock Market by gaining access on a Tower at Chenal Mtn in Little Rock. This tower will service several Thousand customers.

2016 – Downtown Hot Springs Development

2 – Five Year Contracts with 2 Large Hotels in Downtown Hot Springs and one pending.

2016 - Downtown Hot Springs WiFi - charging a small fee per user Day use or Weekly access.

Discussing Options – Fayetteville Mayor – Adding a New Provider

Ft. Smith Telecommunications Company – Possible Options

2016-2017 - Looking to add TV Broadcasting to our Network

Why? Arkansas Air Waves

- * Unlimited Downloading
- * Reliable Equipment
- * No hidden fee's
- * Customized Plans
- * Can provide more up load than down if needed
- * Not affected by weather
- * Faster Speeds / Affordable Monthly Plans
- * Friendly Customer Service

Arkansas Air Waves verses Wireless etc - Local Wireless Competitor

- * Point to Point and Near line of site
- * We offer several plans
- * Customize speed amounts
- * Point to Point network only
- * 3 Price Plans
- * *limited* on speed per customer

Satellite Companies – Internet Anywhere Companies

Satellite Services are not reliable during bad weather nor do they offer an Unlimited Data Usage.

Security / Firewalls

We have 6 firewalls in place for our customer's protection. Other providers do not offer this.

Safe Surfing

We offer individual families a safer surfing experience - **Family Safe DNS algorithm**. This will allow parents to fill more at ease knowing their children's Web Site search can be more regulated.

Popular Plans

We can customise any plan to fit the needs of every customer.

Deluxe	\$ 44.99
Preimum	\$ 54.99 comp. to cable's 10-12 meg pkg
Platinum	\$ 64.99
Platinum Enhanced	\$ 74.99
Corp Package	\$ 99.99 and up

- More options available

CPE - Customer Premis Equipment

We use Ubiquity equipment on our towers and for every customer. Ubiquity is the #1 Leader in the Wireless Technology field, Worldwide!

Ubiquity offers a wide range of equipment. Anything they manufactured years ago will work with all the new equipment manufactured today. By designing their equipment with configurable firmware, they can change the structure or identity of any equipment to totally change its function on the fly without having to change the hardware itself. Most other manufactures can not do this due to the fact their chips and configurations are hard coded in silicone based hardware. We also have the capability of making any these changes remotely.

Community Development

Offering Garland, Clark, and Pulaski Counties Rural aera's a more dependable and reliable high speed internet service with no data caps. This is vital to our school aged children that need a faster speed's for their online classes or for those that have to be in a home setting and/or Skype with a teacher in a class room setting.

Subdivisions that are being developed outside of the city are utilizing the City's Utitulies (water and electric only) are being developed, but no High Speed Internet. We have eased that burden on many families by bringing our Service into their Subdivision. Having a High Speed connection doesn't seem like a "big deal" to some. But ask a parent that has the alwful experience of Satilate overages!

We have provided High Speed with no data caps to two Developing Subdivisions in the local area.

2014-2015 we where contacted by the POA of Eagle Rock a Gated Subdivision, regarding services. They needed services brought into their subdivision. After many years (8+ years) of them speaking with AT&T and Resort Cable not accomidating needs, they needed to seek other avenues. We where able to bring our servies into the Subdivision and provide service to those that wanted it. This subdivision has aproxmatly 47 current homes with 50 more buildable lots. The majority of homes have our services. After we brought service to that area, a developer purchased all the remaining property and started building homes.

“Go Green”

“GO GREEN” Each Tower location are now using or will soon be using solar panels with Marine Batteries to back up all equipment at each transmitter/ tower location so that it can be online all of the time, even during power outages.

We offer our customers an option of a no paper bill to help with our environment.

Network Buildout

We needed to build out our network slowly so that we could have all the seasons of the year to determine what issues might accure, such as weather factors and/or foliage growth. Now knowing we have no issues, we are moving forward, add more business customers and families to our network.

Giving Back

We (AAW) give back in our Communities now and will always make it part of our continuing efforts growing forward. For the last two years we have provided our Internet service to a Non – Profit Privite Comminity School, that has 50 Students and Several Staff Members at NO Cost. In addition we have Churches on our network that get a monthly discount.

K-12 Grade Students - Future

We are looking for a grant or a non- profit organization that will assist us with this project. For each K-12 grade Students that are on Free or Reduced lunches could receive some kind of a price break to the Parent/ Guardian on installtion and/or their monthly plan. This will involve working with area schools either through the Counslors’s office or After School Programs.

Arkansas Distaster Moible Unit– Future

We would like to have a colaboration with the Arkansas Emergency Management team on an Emergency / Disaster System. For those emergencies that would require notifying family members of their safety, such as Tornado Disasters, Flooding or Earth Quake etc.

If the disaster is not within our Network, we would like to partner up with AT&T, Verizon, Sprint, or other Major carrier to allow us a temporary solution for the emergency.

In a time of disasters we loose many forms of communication, such as cell phone, radio and internet. We would deploy a Mobile Access Unit that would have access to laptops, phone charging and Internet availability to contact those family members that would otherwise not

know the status of their loved ones.

Revenue

To gain customers and grow revenue faster, we need to have Customer Promise Equipment in our office for an immediate install. Instead of waiting 2+ weeks for the equipment to arrive into our office.

The most popular plan is our \$54.99. By adding an additional 1500 customers that would increase our bottom line by \$75,000.00 a month.

$$1500 \text{ customers} \times \$50.00 = \$75,000.00$$

$$1500 \times \$300.00 = \$450,000.00$$

$$\frac{1}{2} \text{ of the } \$450,000.00 = \$225,000.00 \text{ for equipment (CPE)}$$

We are projecting over the next 2 – 3 years we will have over 5000+ customers with an aggressive Marketing Plan in place and working Capital those number are very much obtainable.

$$\text{Super Monthly Plan @ } \$54.99 \times 5000 = \$274,950.00$$



Arkansas Air Waves, Inc. Projection Sheet

Avg Customer \$ 54.99

Current Expenses

Bldg Lease	1,300.00	Phone	200.00	Office Supp.	50.00
Power	500.00	Fiber	1,600.00	Advertising	50.00
Water	75.00	Fuel	200.00	Misc.	200.00
Gas	75.00	Repairs	250.00	Payroll	3,000.00

Customers	Revenue	Expenses	Mo. Net Profits	Annual Profits	Shareholders			Investors Fund			Owners Fund
					Shareholders	Build Fund	Investors Fund	Shareholders	Build Fund	Investors Fund	
150	\$ 8,248.50	7,500.00	\$ 748.50	\$ 8,982.00	\$ 2,245.50	\$ 2,245.50	\$ 2,245.50	\$ 2,245.50	\$ 2,245.50	\$ 2,245.50	\$ 2,245.50
1,000	\$ 54,990.00	9,000.00	\$ 45,990.00	\$ 551,880.00	\$ 137,970.00	\$ 137,970.00	\$ 137,970.00	\$ 137,970.00	\$ 137,970.00	\$ 137,970.00	\$ 137,970.00
2,500	\$ 137,475.00	15,000.00	\$ 122,475.00	\$ 1,469,700.00	\$ 367,425.00	\$ 367,425.00	\$ 367,425.00	\$ 367,425.00	\$ 367,425.00	\$ 367,425.00	\$ 367,425.00
5,000	\$ 274,950.00	25,000.00	\$ 249,950.00	\$ 2,999,400.00	\$ 749,850.00	\$ 749,850.00	\$ 749,850.00	\$ 749,850.00	\$ 749,850.00	\$ 749,850.00	\$ 749,850.00
10,000	\$ 549,900.00	40,000.00	\$ 509,900.00	\$ 6,118,800.00	\$ 1,529,700.00	\$ 1,529,700.00	\$ 1,529,700.00	\$ 1,529,700.00	\$ 1,529,700.00	\$ 1,529,700.00	\$ 1,529,700.00
50,000	\$ 2,749,500.00	74,000.00	\$ 2,675,500.00	\$ 32,106,000.00	\$ 8,026,500.00	\$ 8,026,500.00	\$ 8,026,500.00	\$ 8,026,500.00	\$ 8,026,500.00	\$ 8,026,500.00	\$ 8,026,500.00
100,000	\$ 5,499,000.00	126,000.00	\$ 5,373,000.00	\$ 64,476,000.00	\$ 16,119,000.00	\$ 16,119,000.00	\$ 16,119,000.00	\$ 16,119,000.00	\$ 16,119,000.00	\$ 16,119,000.00	\$ 16,119,000.00

Annual Payouts	Shareholders per share	Investors		Owners		Total Investors		Total Owners	
		Annual Payout	Dividends	Annual Payout	Dividends	Annual Payout	Dividends	Annual Payout	Dividends
500	\$0.02	\$ 449.10	\$ 500.00	\$ 449.10	\$ 1,000.00	\$ 949.10	\$ 1,449.10	\$ 949.10	\$ 1,449.10
1,000	\$0.05	\$ 27,594.00	\$ 1,250.00	\$ 27,594.00	\$ 2,500.00	\$ 28,844.00	\$ 30,094.00	\$ 28,844.00	\$ 30,094.00
2,500	\$0.14	\$ 73,485.00	\$ 3,500.00	\$ 73,485.00	\$ 7,000.00	\$ 76,985.00	\$ 80,485.00	\$ 76,985.00	\$ 80,485.00
5,000	\$0.29	\$ 100,000.00	\$ 7,250.00	\$ 199,940.00	\$ 14,500.00	\$ 107,250.00	\$ 214,440.00	\$ 115,250.00	\$ 482,380.00
10,000	\$0.61	\$ 100,000.00	\$ 15,250.00	\$ 451,880.00	\$ 30,500.00	\$ 180,250.00	\$ 1,971,740.00	\$ 115,250.00	\$ 482,380.00
50,000	\$3.21	\$ 100,000.00	\$ 80,250.00	\$ 1,811,240.00	\$ 160,500.00	\$ 261,000.00	\$ 6,669,600.00	\$ 180,250.00	\$ 1,971,740.00
100,000	\$6.44	\$ 100,000.00	\$ 161,000.00	\$ 6,347,600.00	\$ 322,000.00	\$ 261,000.00	\$ 6,669,600.00	\$ 261,000.00	\$ 6,669,600.00

Shareholders Own 1 to 2,500,000 however Only Receive Dividends up to 24,999 shares (Investors and Owners Receive all payouts)
 Investors Own 25,000 to 49,999 shares Owners Own 50,000 or more shares

Expenses noted above will scale but will always be below revenue after roughly 150 paying customers expenses will increase mostly on extra fiber costs to support customer need and customer load. The more fiber we add the less it will cost per Megabyte therefore more revenue for the company. We will need to add more employees but not until the revenue supports it.

