

**JOINDER TO SECOND AMENDED AND RESTATED LIMITED
LIABILITY COMPANY OPERATING AGREEMENT OF LQD WIFI, LLC**

The undersigned is executing and delivering this Joinder, effective as of _____, 2015 to the Second Amended and Restated Limited Liability Company Agreement of LQD WIFI, LLC (the "Company"), dated as of December 24, 2014 (as amended from time to time in accordance with its terms, the "LLC Agreement"), by and among the Company and the Company's members named therein from time to time. Capitalized terms used but not defined herein have the meaning ascribed to them in the LLC Agreement.

By executing and delivering to the Company this Joinder, the undersigned hereby agrees to become a party to, to be bound by and to comply in full with the provisions of the LLC Agreement, in the same manner as if the undersigned were an original signatory to the LLC Agreement.

The undersigned acknowledges and agrees that the undersigned is delivering this Joinder in connection with the issuance to the undersigned of _____ Class B Interests of the Company. The Company shall amend the Exhibit to the LLC Agreement to reflect the admission of the undersigned as a Member. This Joinder shall be binding upon any assignee, transferee, heir or assign of the Member. This Joinder may be executed in multiple counterparts, each of which shall constitute an original and all of which shall constitute one and the same document. This joinder may be executed and delivered by electronic means, including by delivery of a .PDF signature.

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IN WITNESS WHEREOF, the undersigned has executed this Joinder to the Second Amended and Restated Limited Liability Company Agreement as of the Effective Date first set forth above.

Dated: _____, 2015

[INVESTOR NAME}

Print Name:

Print Title:

Print Address:

Accepted and Agreed:

LQD WiFi, LLC

By: Randall Ramusack

Title: Manager & CEO