

=== COVER PAGE ===

TO: _____

FROM: _____

FAX: 7168354609

TEL:

COMMENT: PLEASE CALL

**UNANIMOUS WRITTEN CONSENT
OF THE BOARD OF DIRECTORS
IN LIEU OF A SPECIAL MEETING
OF
US WIRELESS ONLINE, INC.**

In lieu of a Special Meeting of the Board of Directors of US Wireless Online, Inc., a corporation organized in the State of Nevada (the "Company"), the undersigned, being all of the Directors of the Company, take the following actions by unanimous written consent; said actions to have the same force and effect as if adopted at a meeting of the Board of Directors duly called and held:

WHEREAS, the Board wishes to appoint Michael York as President, Officer and Director of the Company, and,
WHEREAS, the Board wishes to appoint Tony Bruno as Vice President, Officer and Director of the Company,

and,
WHEREAS, the Board wishes to accept the resignation of Carol Robichaud as President of the Company,

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

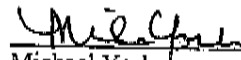
- (a) It is in the best interests of the Company to undertake the transactions contemplated hereby; and,
- (b) the transactions are hereby approved, ratified and confirmed; and,
- (c) the Company appoints Michael York as Director, Officer and President of the Company; and,
- (d) the Company appoints Tony Bruno as Vice President, Officer and Director of the Company; and,
- (e) the Company accepts the resignation of Carol Robichaud as President of the Company;

Each Director, by signing this Unanimous Written Consent of the Board of Directors in Lieu of a Special Meeting, waives notice of the time, place and purpose of a special Board of Directors' meeting and agrees to the transaction of the business set forth in this unanimous written consent in lieu of such meeting.

IN WITNESS WHEREOF, we have each signed this Unanimous Written Consent of the Board of Directors in Lieu of Special Meeting, which may be signed in one or more counterparts, each of which, when taken together, shall constitute one and the same instrument effective as of the date executed below.

DATED as of this 14th day of April, 2010.

Carol Robichaud


Michael York


Tony Bruno

CONSENT

To the Board of Directors of:

US WIRELESS ONLINE, INC.

I, Michael York, hereby accept a position as a Director of the Company, effective as of the date below:

Dated at Amherst, N.Y. this 21 day of April, 2010.



Michael York

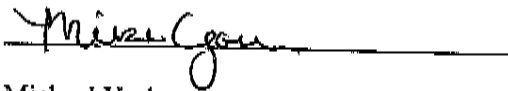
CONSENT

To the Board of Directors of:

US WIRELESS ONLINE, INC.

I, Michael York, hereby accept a position as an Officer of the Company, effective as of the date below:

Dated at Amherst, NY this 21 day of April, 2010.

A handwritten signature in cursive script, appearing to read "Michael York", is written over a solid horizontal line.

Michael York

CONSENT

To the Board of Directors of:

US WIRELESS ONLINE, INC.

I, Tony Bruno, hereby accept a position as a Director of the Company, effective as of the date below:

Dated at GRAND ISLAND this 21 day of April, 2010.



Tony Bruno

CONSENT

To the Board of Directors of:
US WIRELESS ONLINE, INC.

I, Tony Bruno, hereby accept a position as an Officer of the Company, effective as of the date below:

Dated at GRAND ISLAND this 21 day of April, 2010.

A handwritten signature in black ink, appearing to read "Tony Bruno", is written over a horizontal line.

Tony Bruno