

ERF WIRELESS INC. BOARD OF DIRECTORS

Name	Age	Position
Dr. H. Dean Cubley	70	Chairman of the Board of Directors
Richard R. Royall	65	Director
R. Greg Smith	53	Director
Dr. Bartus H. Batson	69	Director
N. Thomas Wiedebush	67	Director

Ages as of January 1, 2012.

DIRECTOR BIOS

DR. H. DEAN CUBLEY

Dr. Cubley has served as a Director and Chairman of the Board of ERF Wireless, Inc., since May 2004 and as Chief Executive Officer since October 2006. Previously, Dr. Cubley served as a Director of Eagle Broadband, Inc., from March 1996 to August 2006; Chairman of the Board from March 1996 to April 2004; Chief Executive Officer from March 1996 to October 2003; and President from March 1996 until September 2001. Prior to that, Dr. Cubley served as Vice-President of Eagle Telecom, Inc., from 1993 to March 1996. From 1984 until 1993, Dr. Cubley was active in the telecommunications industry serving as a principal in numerous high-technology companies including Metrocast, Microlink, TI-IN and Paging Products International.

From 1965 to 1984, Dr. Cubley worked for the NASA Lyndon B. Johnson Space Center as a senior engineer or manager on the Gemini, Apollo and Shuttle programs. Dr. Cubley was the Antenna Subsystems Manager on all manned spacecraft programs for seven years during the Apollo Program with full project control for over \$200 million worth of equipment for each Apollo flight. In addition, Dr. Cubley was the NASA Project Manager on the \$500 million Apollo 17 Surface Electrical Properties Experiment which was searching for water on the surface of the moon in 1972. During his career, Dr. Cubley has authored or co-authored over fifty published articles. In addition, he is named on a total of 15 patents and pending patent applications.

Dr. Cubley received a B.S. degree in electrical engineering from the University of Texas in 1964, and an M.S. degree from the University of Texas in 1965. In 1970, Dr. Cubley received his Ph.D. in electrical engineering from the University of Houston. Since 1977, Dr. Cubley has been actively engaged in the commercial telecommunications industry and has been instrumental in many of its technological advancements. He is an active member of the Institute of Electrical and Electronic Engineers (IEEE). Following his employment with NASA, Dr. Cubley has also been a founding partner in 23 high-technology companies. Many of these companies have been acquired by larger companies and are currently operating in the telecommunications industry.

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RICHARD R. ROYALL

Richard Royall joined ERF Wireless in March 2008 as a Director and Chief Financial Officer. In addition to his position with ERF Wireless, Mr. Royall is a Partner in Royall & Fleschler, a Texas certified public accounting firm with expertise in Securities and Exchange registrations and filings and Sarbanes-Oxley compliance and system development for small and emerging companies. He has practiced as a Certified Public Accountant for 36 years.

Mr. Royall has served as a Partner in the international accounting firm of Laventhol & Horwath which specialized in auditing and Securities and Exchange registrations and filings; as Chief Financial Officer from 1996 to 2004 for Eagle Broadband, a public company providing broadband service and products on a national and international basis; and as a Director from 1994 to 1996 for FleetClean Systems, a public company providing trucking service and products on a national basis.

Mr. Royall is currently a member of the Houston Chapter of CPAs and the American Institute of Certified Public Accountants. He is a former military officer in the U.S. Army and received his B.B.A. from the University of Texas at Austin.

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R. GREG SMITH

Mr. Smith is a Director and Executive Vice President of the company and also serves as the Chief Executive Officer of the company's Enterprise Network Services subsidiary. His professional background includes over 30 years of demonstrated executive management experience, including 16 years of experience as CFO of publicly traded companies. Mr. Smith joined the company in August 2004 and led the formation and public trading of ERF Wireless in the summer of 2004 as a Director and ERF Wireless' first Chief Executive Officer and Chief Financial Officer. He served in dual roles as Chief Executive Officer and Chief Financial Officer from August 2004 to October 2006, as Chief Financial Officer from August 2004 to March 2008, as Executive Vice President of ERF Wireless from July 2008, and as a Director since August 2004.

Previously, Mr. Smith was employed by Eagle Broadband, where he was recruited to assist in the restructuring of numerous Eagle subsidiaries. Mr. Smith served in dual roles as CFO and as CEO of certain Eagle subsidiaries from early 2002. Prior to Eagle, Mr. Smith spent 13 years in various corporate finance functions including CFO in the healthcare informatics market with ADAC Healthcare Information Systems, Inc., and predecessor entities. While at ADAC, Mr. Smith gained extensive experience in directing restructurings and turnarounds as well as completing numerous mergers and acquisitions. During the period 1994-1998, Mr. Smith assumed the lead role in completing the acquisition of DuPont's radiology information systems business and integrating ADAC's other radiology business units, resulting in a market leadership position. While serving as CFO of ADAC Healthcare Information Systems, ADAC was selected as the first healthcare company to achieve the Malcolm Baldrige National Quality Award in 1996. ADAC was publicly traded under the symbol "ADAC" on the Nasdaq National Market Exchange until being acquired by Royal Phillips Electronics in a transaction valued at approximately \$426 million in December 2000, subsequent to its radiology and image management business being acquired by Cerner Corporation in November 2000.

Following his successful career at ADAC and prior to joining Eagle Broadband, Mr. Smith was recruited to lead the restructuring of a privately-held electronic messaging company. Mr. Smith's primary role was in leading the completion of a complex SEC registered rescission offering to overcome a \$16 million SEC rescission liability that was created by the founder of the business and prior management by integrating several private placements.

Mr. Smith received his B.B.A. in Finance and Economics from Sam Houston State University in Huntsville, Texas, in 1980 and holds several executive training certifications including the Rice University Executive Training Program and the Center for Quality Management Certification from Hewlett Packard headquarters in Palo Alto, California.

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DR. BARTUS H. BATSON

Dr. Batson has served as an independent Director of ERF Wireless since January 2005. Dr. Batson has been President, Chief Executive Officer and Chairman of X-Analog Communications Inc. since March 1992. Prior to that, Dr. Batson served as President of X-Analog's predecessor company; CADSA Inc. He has over 40 years of experience in all fields of telecommunications with a major focus in satellite communications and wireless systems. He received a B.S. degree in electrical engineering from Arlington State College (now the University of Texas at Arlington) in 1963 and the M.S. and Ph.D. degrees in electrical engineering from the University of Houston in 1967 and 1972, respectively.

Except for a four-year stint with the U. S. Army as an electronics instructor in the Artillery and Missile School at Fort Sill, Oklahoma, he was employed (1963-1984) at the Lyndon B. Johnson Space Center in Houston, Texas, where he worked on flight operations and analysis of guidance, navigation and command systems for the Gemini Program and on statistical communication theory as applied to communications systems for manned spaceflight programs, including Apollo, Apollo-Soyuz, Skylab, and Space Shuttle. He personally developed the conceptual designs for the Space Shuttle S-band and Ku-band communications systems and was responsible for communications, tracking, instrumentation, and data systems engineering and analysis for the entire Space Shuttle Program.

In 1980, while still at NASA, Dr. Batson founded X-Analog's predecessor company, CADSA Inc., which was originally a consulting company specializing in satellite communications and voice/data/video applications. CADSA/X-Analog has become a diversified telecommunications company. Dr. Batson directed a wide range of projects – from the design and implementation of the United Satellite Communications Inc. video network, which was the first operational DBS (direct broadcast satellite) system, to the design, development, implementation, testing, maintenance and operations of all elements of TI-IN Network, as well as the design, development, integration/test and initial manufacturing efforts of a digital video compression system for National Technological University.

Dr. Batson has been an adjunct member of the faculties of Rice University and the University of Houston, where he taught graduate courses in space communications, digital communications, statistical communications theory, information theory, estimation theory and coding theory. He has also developed and taught numerous short courses (in many countries) on topics such as speech processing, video processing, microwave and radar systems, space communications and navigation, and terrestrial/wireless networking. He is a senior member of the IEEE and is a past Chairman of the Satellite and Space Communications Committee of the IEEE Communications Society, served for several years as editor for Satellite and Space Communications for the IEEE Transactions on Communications and was guest editor of a special issue of the Transactions dealing with Space Shuttle Communications and Tracking. He has also been active in the Instrument Society of America, having served as Director of the Telemetry Division. He is a member of Sigma Xi and Phi Kappa Phi and is a Registered Professional Engineer in the State of Texas. Dr. Batson has published more than fifty papers in practically all areas of communications.

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N. THOMAS WIEDEBUSH

Mr. Wiedebush was appointed as a Director of ERF Wireless in December 2011. He has more than 35 years experience in the banking industry. He most recently served as Chief Operating Officer of Stearns Financial Services, a privately-held, \$1 billion diversified financial organization specializing in nationwide lending activities such as commercial lending, SBA, USDA and tax credit financing and general banking where he focused on customer service and sales. From 1996 to 2001, he was affiliated with Marquette Banks, headquartered in Minneapolis, Minnesota, a \$6 billion bank and diversified financial group with banks in eight states providing retail, community, and commercial banking and trust and investment services. Among other positions, he served as Group Executive of the western region, managing \$1.5 billion in assets of 35 branches in five states and earlier as Chief Executive Officer of Marquette Banks of South Dakota and Regional President of banks in South Dakota, Montana and Nebraska. He led major consolidation efforts and managed and executed the strategic reorganization of the bank's management and operations structure and complete legal consolidation of all banks into Marquette Bank, enhancing efficiencies and improving financial performance.

Mr. Wiedebush received his bachelor's degree from Northern State University, Aberdeen, South Dakota, in 1968.