

OFFICE USE ONLY (Continued)

LAZARUS CORPORATE FILING SERVICE

(Requestor's Name)

3320 S.W. 87 AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip)

(Phone #)

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

900003407669--6

-09/28/00--01019--020

*****78.75 *****78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

- PH WIRELESS, INC. (Corporation Name) _____ (Document #) _____
- _____ (Corporation Name) _____ (Document #) _____
- _____ (Corporation Name) _____ (Document #) _____
- _____ (Corporation Name) _____ (Document #) _____

- Walk in
 Pick up time 2:00
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

FILED
 00 SEP 28 PM 1:32
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

[Handwritten signature]

RECEIVED
 00 SEP 28 AM 10:00
 DIVISION OF CORPORATIONS

Examiner's Initials _____

Articles of Incorporation

ARTICLES OF INCORPORATION

The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida Corporation Act, hereby adopt(s) the following Articles of Incorporation

ARTICLE I-NAME

The name of this corporation shall be:

PH WIRELESS, INC

ARTICLE II-PRINCIPAL OFFICE

The principal place of business and mailing of this corporation shall be:

C/o Marlon Mariño
3040 N W 72 Avenue
Miami, Fl 33122

ARTICLE III-SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

The Corporation is authorized to issue one thousand (1,000) shares of one-dollar (\$ 1,00) par value common stock.

ARTICLE IV- INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Name
Pastor Rojas Cordova

Address
3040 N. W. 72 Avenue
Miami, Fl. 33122

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TALLAHASSEE FLORIDA

ARTICLE V-INCORPORATOR (S)

The name(s) and street address (es) of the incorporator(s) to these Articles of Incorporation is (are):

NAME

ADDRESS

PASTOR ROJAS CORDOVA

3040 N.W. 72 Avenue,
Miami, Fl. 33122

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 27 day of September, 2000


Signature

ARTICLE VI-DIRECTOR (S)

NAME

ADDRESS

MARLON MARIÑO
(President)

Avenida Romulo Gallegos, Edf. Delta
Locales 1,2 y 3. El Marquez.
Caracas, Venezuela 1060

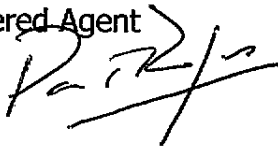
PASTOR ROJAS CORDOVA
(Vice-President)

3040 N.W. 72 Avenue,
Miami, Fl. 33122

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Having been named as Registered Agent and accept service of process for the above stated corporation at place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes related to the proper and complete performances of my duties, and I am familiar with accept the obligations of my position as Registered Agent.

Registered Agent



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