

Division of Corporations

P01000001196

**Florida Department of State
Division of Corporations
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From: Account Name : BUSINESS WORLD TRANSACTIONS, INC.
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FLORIDA PROFIT CORPORATION OR P.A.

~~WORLDWIDE, INC.~~

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 26, 2000

BUSINESS WORKD TRANSACTIONS, INC.

SUBJECT: WIRELESS ETC, INC.
REF: W00000030043

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Adding "of Florida" or "Florida" to the end of a name is not acceptable.

THE CONFLICT IS WIRELESS ETC, INC. DOC #P98000032691.

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Neysa Culligan
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ARTICLES OF INCORPORATION

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

ARTICLE I

NAME

The name of the corporation shall be M.G.M. WIRELESS, INC.

ARTICLE II

PRINCIPAL OFFICE

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

11631 S.W. 2 ST # 108
PEMBROKE PINES, FL. 33025

ARTICLE III

SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock, which shall be designated ~~as~~ COMMON SHARES. ~~as~~

ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

CARLOS GONZALEZ
11631 S.W. 2 ST # 108
PEMBROKE PINES, FL. 33025

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Prepared by: CARLOS GONZALEZ
11631 S.W. 2 ST # 108
PEMBROKE PINES, FL. 33025
(954) 438-9420

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**ARTICLE V
INCORPORATOR(S)**

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

CARLOS GONZALEZ
11631 S.W. 2 ST # 108
PEMBROKE PINES, FL. 33025

DIRECTOR & PRESIDENT

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

___ day of _____, 20__.


Signature

Signature

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: M.G.M. WIRELESS, INC.

2. The name and address of the registered agent and office is:

CARLOS GONZALEZ
11631 S.W. 2 ST # 108
PEMBROKE PINES, FL. 33025

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Having been named as registered agent and to accept service of process for the above stated corporation at the 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Carlos A Gonzalez
(SIGNATURE)

12/22/00
(DATE)

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