

Division of Corporations

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Florida Department of State

Division of Corporations

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Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : KIRKPATRICK & LOCHART
Account Number : I20000000248
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FLORIDA PROFIT CORPORATION OR P.A.

Brightstar E-Pin Solutions Corp.

Certificate of Status	0
Certified Copy	1
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
BRIGHTSTAR E-PIN SOLUTIONS CORP.

The undersigned, acting as incorporator of Brightstar E-Pin Solutions Corp., under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation (the "Corporation") is Brightstar E-Pin Solutions Corp.

ARTICLE II

ADDRESS

The street and mailing address of this Corporation shall be 2010 NW 84 Avenue, Miami, FL 33122.

ARTICLE III

DURATION

The duration of the Corporation shall be perpetual.

ARTICLE IV

PURPOSE

The purpose of the Corporation shall be to engage in any and all business permitted according to the laws of the United States and Florida.

ARTICLE V**CAPITAL STOCK**

The maximum number of shares of stock, which this Corporation is authorized to issue, is 10,000 shares of common stock having a par value of \$0.01 per share.

ARTICLE VI**REGISTERED OFFICE AND AGENT**

The street address of the Corporation's registered office shall be c/o Kirkpatrick & Lockhart LLP, 201 South Biscayne Blvd., 20th Floor, Miami, FL 33131 and the registered agent for the Corporation at that address shall be Clayton E. Parker.

ARTICLE VII**INCORPORATOR**

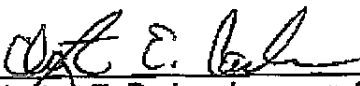
The name and street address of the incorporator to these Articles of Incorporation are:

Name

Clayton E. Parker

Address201 S. Biscayne Blvd., 20th Floor
Miami, FL 33131

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 22nd day of July, 2002.



Clayton E. Parker, Incorporator

07/23/02 10:00 FAX

K & L

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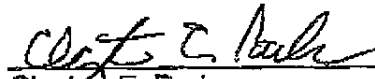
Certificate of Registered Agent

of

BRIGHTSTAR E-PIN SOLUTIONS CORP.

Having been named to accept service of process for Brightstar E-Pin Solutions Corp., at the place designated in the foregoing Articles of Incorporation, Clayton E. Parker agrees to act in this capacity and is familiar with and accepts the obligations provided in Section 607.0505 of the Florida Business Corporation Act.

DATE: July 22, 2002



Clayton E. Parker