

**Electronic Articles of Incorporation
For**

P04000064684
FILED
April 19, 2004
Sec. Of State
nculligan

USA CELL INTERNATIONAL COMMUNICATIONS INC

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

USA CELL INTERNATIONAL COMMUNICATIONS INC

Article II

The principal place of business address:

1424 RIDGE ST
KISSIMMEE, FL. US 347344

The mailing address of the corporation is:

1424 RIDGE ST
KISSIMMEE, FL. US 347344

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

500

Article V

The name and Florida street address of the registered agent is:

SANTOS SUAREZ DR PHD
8225 HAPPY TRAIL RD
KISSIMMEE, FL. 34747

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: SANTOS SUAREZ

Article VI

The name and address of the incorporator is:

RAMON BARRERO
1424 RIDGE ST
KISSIMMEE FLORIDA 34744

Incorporator Signature: RAMON BARRERO

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
RAMON BARRERO
1424 RIDGE ST
KISSIMMEE, FL. 34744 US

Title: VP
MERCEDES BARRERO
1424 RIDGE ST
KISSIMMEE, FL. 34744 US

Article VIII

The effective date for this corporation shall be:

04/19/2004