

PA5000062372

Miami  
August 9, 1994

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
P.O. BOX 6327  
TALLAHASSEE, FL. 32314

SECTION 111 15.15.15.15.15.15  
-08/15/95--01003--014  
\*\*\*\*162.00 \*\*\*\*162.00

Ref.: New Corporation

Dear Sir(s):

Please find enclosed payment for US\$162.50, on behalf of CELLULAR MOTION, INC., covering the following:

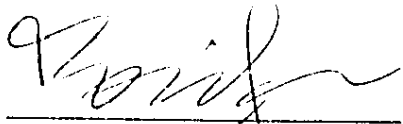
- 1. - \$75.00 - New Corporation Filing Fee.
- 2. - \$35.00 - Registered Agent Designation.
- 3. - \$52.50 - Certified Copy.


Mail all correspondence to:

Ronald R. Salinas  
3272 N.W. 72d. Avenue  
Miami, Florida 33122

If further information is required please contact us.

Sincerely,

  
\_\_\_\_\_  
Ronald R Salinas

FF \$131.25  
8/14/95  
overpayment of \$30.75.  


ARTICLES OF INCORPORATION OF  
CELLULAR MOTION INC.

The undersigned Incorporators, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME & ADDRESS

The name of the Corporation shall be CELLULAR MOTION, INC. located at 3002 N.W. 72 Avenue, Miami, Florida 33122.

ARTICLE II. NATURE OF BUSINESS

This Corporation may engage in or transact any or all lawful activities or businesses permitted under the laws of the State of Florida, or any other State in the United States of America.

ARTICLE III. CAPITAL STOCK

The aggregate number of shares and its par value that this Corporation is authorized to have outstanding at any time is One Thousand(1000) shares at us\$10.00(Ten) each; held in the following distribution:

IVAN SANGUINO  
[ 45% ]  
15770 S.W. 106 Terr.#204  
Miami, Florida 33196  
SS#

RONALD R. SALINAS  
[ 25% ]  
3272 N.W. 72D Avenue  
Miami, Florida 33122  
SS# 310-76-7380

JUAN F. RESTREPO  
[ 25% ]  
21 S.E. 1st Avenue #708  
Miami, Florida 33131  
SS# 593-13-0043

JOSE M. GARCIA  
[ 5% ]  
3272 N.W. 72D Avenue  
Miami, Florida 33122  
SS# 362-96-1732

ARTICLE IV. TERM OF EXISTENCE

This Corporation is to exist perpetually, unless it is dissolved by consent of all of its stockholders in writing and by mutual accord.

DATED, August 8, 1995

ARTICLE V. DIRECTORS/OFFICERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation managed under the direction of the Board of Directors, subject to any limitation set forth in these Articles of Incorporation. The name and street addresses of the initial officers and directors, who shall hold office the first year of the Corporation or until successors are elected, are:

IVAN SANGUINO  
Director/President  
15770 S.W. 106 Terrace, #204  
Miami, Florida 33196

RONALD R SALINAS  
Director/Treasurer/Secretary  
3272 N.W. 72D Avenue  
Miami, Florida 33122  
SS# 370/76/7380

JUAN F. RESTRKPO  
Vice-President  
21 S.E. 1st Avenue #708  
Miami, Florida 33131  
SS# 593-13-0043

ARTICLE V. INCORPORATOR

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

RONALD R SALINAS  
3272 N.W. 72D Avenue  
Miami, Florida 33122

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 9th day of August 1995.



Ronald R Salinas

SWORN AND SUBSCRIBED BEFORE ME ON THIS DATE AUGUST 9, 1995.

*Mitdalia Donderis*  
NOTARY PUBLIC  
PERSONALLY KNOWN TO ME.

MITDALIA DONDERIS  
Notary Public, State of Florida  
My Comm. expires Apr 11, 1997  
No. CC275781

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

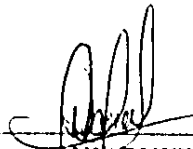
Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Office/Registered Agent, in the State of Florida.

1. - The name of the Corporation is:

CELLULAR MOTION, INC.

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

RONALD R SALINAS  
3272 N.W. 72D. Avenue,  
Miami, FL. 33122  
SSN 310-76-7380



IVAN SANGUINO  
President


Dated, August 8, 1995

HAVING NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.



Ronald R Salinas  
Registered Agent  
Dated, August 8, 1995

SWORN AND SUBSCRIBED BEFORE ME ON THIS DATE AUGUST 9, 1995.

  
MITDALIA DONDERIS  
Notary Public, State of Florida  
My Comm. expires Apr 11, 1997  
No. CC275791  
NOTARY PUBLIC  
PERSONALLY KNOWN TO ME.