

4/14/98

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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS
FROM: EMPIRE CORPORATE KIT COMPANY
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NAME: STARPHONE CORPORATION
AUDIT NUMBER.....H98000007085
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 15, 1998

EMPIRE

SUBJECT: STARPHONE CORPORATION
REF: W98000008407

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.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan
Document Specialist

FAX Aud. #: H98000007085
Letter Number: 198A00020045

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ARTICLES OF INCORPORATION

OF

STARPHONE CORPORATION

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

ARTICLE I NAME

The name of the corporation shall be:

STARPHONE CORPORATION

ARTICLE II PRINCIPAL OFFICE

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

3400 N.E. 192 St. Suite 1805
Aventura, Fla. 33180

ARTICLE III SHARES

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

100 SHARES

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

PREPARED BY:

Jay A. White, Esq. ⁽³⁰⁵⁾ 358-1100
One N.E. 2nd Avenue -200
FBN-717850
Miami, Florida 33132

JAY A. WHITE, ESQ.
The White Bldg. Suite 200
One N.E. 2nd Ave.
Miami, Fla. 33132

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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):

GUSTAVO VALDES 3400 N.E. 192 St. #1805 Aventura, Fla. 33180
ZOILA Valdes 3400 N.E. 192 St. #1805 Aventura, Fla. 33180

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

18th day of March, 1998

Gustavo Valdes
GUSTAVO VALDES Signature

Zoila Valdes
ZOILA VALDES Signature

Signature

H98000007085

Articles of Incorporation
Filing Fee - \$35

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 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.

STARPHONE CORPORATION

1. The name of the corporation is: _____

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

JAY A. WHITE, ESO.
(Name)

One N.E. 2nd Ave. Suite 200
(P.O. Box not acceptable)

Miami, Fla. 33132
(City/State/Zip)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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.

(Signature)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL