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c/o ALI 7337 N. Miami, City/State/Z	Gasparin CELL CORP W. 54 Street Florida 33166-4831 Cip India	Office Use Only UMBER(S), (if known):	
1(Corpo	oration Name)	(Document #)	
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☐ Walk in	Pick up time	Certified Copy	
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NEW FILINGS	- AMENDMENTS		
Profit	Amendment		
NonProfit	Resignation of R.A., Officer/	Director 5000026	3 410550 9801058015
Limited Liability	Change of Registered Agent	-09/16/ ****12	9801058015 2.50 ****122.50
Domestication	Dissolution/Withdrawal		
Other	Merger		
			FILED 98 SEP 16 PM SECRETARY OF
OTHERFILINGS	REGISTRATION/ QUALIBICATION		
Annual Report	Foreign		FILED PI6 PM
Fictitious Name	Limited Partnership	- majorn	
Name Reservation	Reinstatement	93	
	Trademark		· · · · • • • • • • • • • • • • • • • •
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	Other		

CR2E031(1/95)

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Examiner's Initials

98 SEP 16 PM 2: 49
SECRETARY OF STAIL

ARTICLES OF INCORPORATION

OF ALL CELL CORP.

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the Laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation is:

ALL CELL CORP.

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation shall be:

- a) To be engaged in the business of Import, Export and Distribution of Cellular Phones, Beepers and other Communication Equipment.
- b) To carry on any lawful business necessary or incidental to the attainment of the objects of the corporation whether or not such business is similar in nature to the objects enumerated herein.
- c) $I_{\rm R}$ general, to engage in any business in which a natural person is allow to do and which is not contrary to the $L_{\rm B}ws$ of the State of Florida or the $U_{\rm R}$ ited States of $A_{\rm R}erica$.

ARTICLE III. CAPITAL STOCK

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

50 (Fifty) Shares of Common Stock No Par Value

All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor, or services, at a just valuation to be fixed by the incorporators or by the

directors at a meeting called for such purpose.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation shall begin is not less than:

\$ 1,000.00 (ONE THOUSAND DOLLARS AND -----00/100)

ARTICLE V. TERM OF EXISTANCE

This corporation is to exist perpetually.

ARTICLES VI. ADDRESS, REGISTERED OFFICE AND REGISTERED AGENT

The initial post office address of this corporation in the State of Florida is: 7337 N.W. 54 Street
Miami, Florida 33166-4831

The Board of Directors may from time to time move the principal office to any other address in Florida.

The name and post office address of the REGISTERED AGENT of the corporation is: Enio Gasparin
7337 N.W. 54 Street
Miami, Florida 33166-4831

ARTICLE VII. DIRECTORS

This corporation shall have 2 director(s) INITIALLY.

The number of directors may be increased or diminished from time to time in such manner as may be prescribed by the by-laws, but shall never be less than ONE.

ARTICLE VIII. INITIAL DIRECTORS

The name and post office addresses of the members of the first Board of Directors are :

Enio Gasparin, residing at 404 S.W. 134 Court, Miami, Florida 33184 Eduardo Hevia, residing at 4181 SW 141 Pl., Miami, Florida 33175

ARTICLES IX. SUBSCRIBERS

The name and post office address of each subscribers of these Articles of Incorporation are:

Enio Gasparin, residing at 404 SW 134 Court, Miami, Florida 33184 Eduardo Hevia, residing at 4181 SW 141 Pl. Miami, Florida 33175

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by a majority of the stock entitled to vote thereon.

IN WITNESS WHEREOF, the parties have made and subscribed to these Articles of Incorporation at Miami, County of Miami-Dade, State of Florida, for the uses and purposes aforesaid, this 14 day of September, 1998.

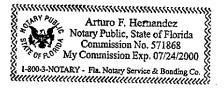
STATE OF FLORIDA)
: S.S.
COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in this State and County named above to take acknowledgments, personally appeared: Enio Gasparin and Eduardo Hevia to me know to be the persons described as subscribers in and who executed these foregoing Articles of Incorporation.

WITNESS may hand and seal in the County and State named above, this

14 day of September , 19 98.

NOTARY PUBLIC, State of Florida at large.



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said \mbox{Act} :

FIRST - That ALL CELL CORP
Desiring to organize under the laws of the State of Florida with its print
cipal office as indicated in the Articles of Incorporation at the City o
Miami , County of Dade, State of DFlorida has named :
Enio Gasparin
10cated at 7337 N.W. 54 Street Miami, Florida 33166-4831
as its REGISTERED AGENT to accept service of process within this State.

ACKNOWLEDGMENT :

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT TO ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH THE PROVISION OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.

Eni Gey ori

SECRETARY OF STATE