. 04-18-06 12:31P, P.81 4072445288 FAX NO.: FROM: HK forida Department of State **Division** of Corporations Public Access System Electronic Filing Cover Sheet Note: Please print this page and use it as a cover sheef. Type the fax audit number (shown below) on the top and bottom of all pages of the document. (((H06000103464 3))) Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet. To: Division of Corporations Fax Number : (850)205-0381 From: Account Name : HOLLAND & KNIGHT Account Number : 075350000340 : (407)425-8500 Phone Fax Number : (407)244-5288 FOREIGN PROFIT/NONPROFIT CORPORATION

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Unicell Holdings, Inc.



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FAX NO.: 4072445288

FROM: HK

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. UNICELL HOLDINGS, INC.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp." "Inc," "Co," or "Corp.")

2<u>. _____N/A_</u>

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

3. a. <u>Delawarc</u> b. (State or country under the law of which it is incorporated) (FEI number, if applicable)

4. <u>01/10/2000</u> 5. <u>Perpetual</u> (Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. <u>upon filing</u> (Date first transacted business in Florida, if prior to registration)

7. (Principal office address) 725 Primera Blvd., #215, Lake Mary, Florida, 32746. USA

<u>Same</u>

(Current mailing address)

8. any lawful business

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Intrastate Registered Agent Corporation 200 S. Orange Ave. Suite 2600 Orlando, FL 32801

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I

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am familiar with and accept the obligations of my position as registered agent.

Intrastate Registered Agent Corporation

/S/ Glenn Adams, Vice President

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS - Girish Sharma

1774 Bridgewater Drive Heathrow, Florida 32746

Brij Sharma 1240 Mactavandash Drive Oviedo, Florida 32765

Prakash Sharma 30C. Cheetham Road Bedford Park, 2008 GA S. Africa

B. OFFICERS: Girish Sharma - President and Secretary 1774 Bridgewater Drive Heathrow, Florida 32746

> Brij Sharma – Senior Vice President & Treasurer 1240 Mactavandash Drive Oviedo, Florida 32765

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 1 auso (Signature of Director or Officer listed in number 12 of the application)

14. Brij Sharma - Senior Vice President & Treasurer

(Typed or printed name and capacity of person signing application)

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HERRBY CERTIFY "UNICELL HOLDINGS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTEENTH DAY OF APRIL, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "UNICELL HOLDINGS, INC." WAS INCORPORATED ON THE TENTH DAY OF JANUARY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



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Varnet Smith Window Harriet Smith Windson, Secretary of State

AUTHENTICATION: 4674479 DATE: 04-18-06