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May 7, 1998

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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*****70.00 *****70.00

Re: Telecom Wireless Corporation

Dear Sir or Madam:

Enclosed and filed herewith is an Application for Foreign Corporation for Authorization to Transact Business in Florida together with a check in the amount of the \$70.00 registration fee.

Also, enclosed is a certified copy of the Certificate of Good Standing which reflects the valid existence of the above referenced corporation on that date.

Very truly yours,

W. RODGERS MOORE, P.A.


W. Rodgers Moore

Enclosures

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TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Telecom Wireless Corporation

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Richard Grassano, CPA
Telecom Wireless Corporation
c/o Grassano & Company, P.A.
Atrium Financial Center
1515 North Federal Highway
Boca Raton, Florida 33432

Should you need to call someone concerning this matter, please call:

N. Richard Grassano at 561/ 395 -0330

COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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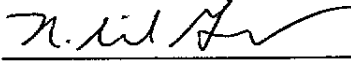
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*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. Telecom Wireless Corporation
(Name of Corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION"
OR words or abbreviations of like import in language as will clearly indicate that it is a corporation instead
of a natural person or partnership if not so contained in the name at present.)
2. Utah
(State or country under the law of which it is incorporated)
3. 94-3172556
(FEI number, if applicable)
4. April 12, 1984
5. Perpetual
6. No business conducted until registered/fictitious name filing
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 AND 817.155, F.S.)
7. 1750 East. 4800 South #35, Salt Lake City, Utah 84117 (Florida address: 2700 North 29th
Avenue, Suite 305, Hollywood, Florida 33020)
(Current mailing address)
8. To buy, sell, lease, rent or otherwise supply used oil field or other industrial equipment to
commercial generators; and engage in any lawful act or lawful activity under the Utah Business
Corporation Act or under any other federal, state or local laws and regulations.
(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 or Mail Drop Box **NOT** acceptable).
Name: N. Richard Grassano
Office Address: Atrium Financial Center
1515 North Federal Highway
Boca Raton, Florida 33432
10. **Registered agent's acceptance:**

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


(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 address of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable).

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman:

Address:

Vice Chairman:

Address:

Director: Marc Baker

Address: 2700 North 29th Avenue, Suite 305
Hollywood, Florida 33020

Director:

Address:

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Marc Baker

Address: 2700 North 29th Avenue, Suite 305
Hollywood, Florida 33020

Vice President:

Address:

Secretary: Same

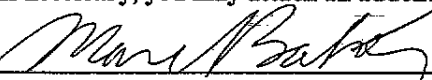
Address:

Treasurer: Same

Address:

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

13.

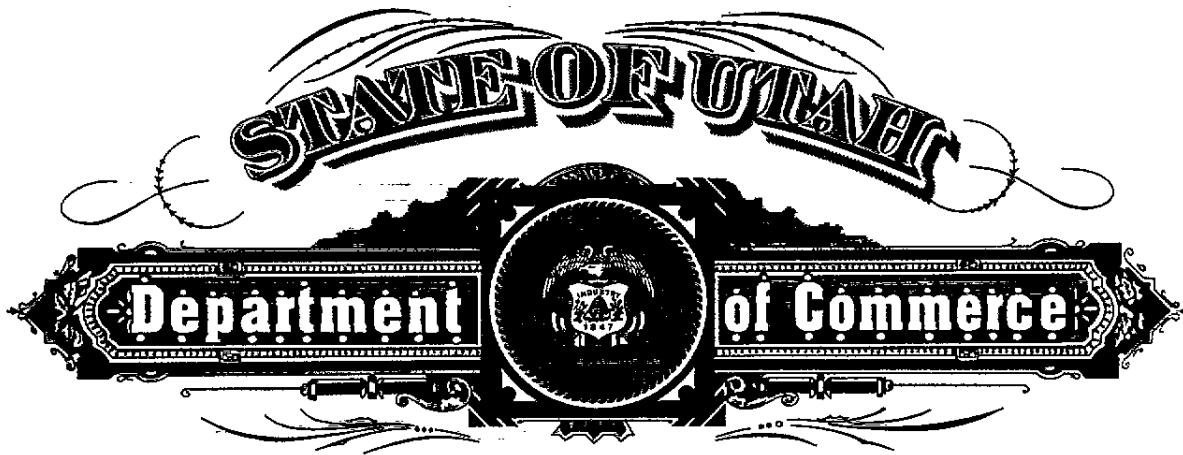


(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Marc Baker, President and Director

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

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**CERTIFICATION
OF GOOD STANDING**

THE UTAH DIVISION OF CORPORATIONS AND COMMERCIAL
CODE HEREBY CERTIFIES THAT

TELECOM WIRELESS CORPORATION

is a Utah corporation and is qualified to transact business in the State
of Utah, and that its most recent annual report required by Utah law
has been filed, and that Articles of Dissolution have not been filed.
A Certificate of Incorporation was issued from this office on *APRIL*
12, 1984 and said corporation is in good standing, as appears of
record in the offices of the Division.

This certification is not intended to reflect the financial condition,
business activity or practices of this corporation.

File Number: *CO 109219*



6TH

Dated this _____ day
of May 1998
of _____, 19____.


Lorena P. Rifo
Division Director of
Corporations and Commercial Code

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