

Division of Corporations

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Florida Department of State
Division of Corporations
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To: Division of Corporations
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From: Account Name : SERBER & ASSOCIATES, P.A.
Account Number : I20000000083
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LIMITED LIABILITY COMPANY

EASYTALK WIRELESS L.L.C.

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**ARTICLES OF ORGANIZATION
FOR
EASYTALK WIRELESS L.L.C.
(A Florida Limited Liability Company)**

ARTICLE I - Name:

The name of the limited liability company is "EASYTALK WIRELESS L.L.C." (the "Limited Liability Company").

ARTICLE II - Duration:

The period of duration for the Limited Liability Company shall commence on the date on which these Articles of Organization are filed with the Department of State of the State of Florida, and shall be perpetual.

ARTICLE III - Purpose:

The Limited Liability Company is formed to engage in any lawful act or activity for which limited liability companies may be organized under the Florida Limited Liability Company Act (Section 608.401, et. seq., Florida Statutes).

ARTICLE IV - Address:

The mailing and street address of the principal office of the Limited Liability Company shall be 3092 Fuller Street, Miami, FL 33133.

ARTICLE V - Management:

The management of the Limited Liability Company is reserved to the managing member. The managing member of the Limited Liability Company is:

AVAP INVESTMENTS, INC.
19355 Turnberry Way, Suite 6L
Aventura, FL 33180

ARTICLE VI - Registered Agent:

The registered agent for service of process on the Limited Liability Company shall be Elias Goldstein, 19355 Turnberry Way, Suite 6L, Aventura, FL 33180.

ARTICLE VII - Debt and Contractual Liability

Any managing member may contract debt and/or incur contractual liability by or on behalf of the Limited Liability Company.

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IN WITNESS WHEREOF, the undersigned hereby affirm under the penalties of perjury that the facts stated hereinabove are true and have executed this instrument as of this 4 day of April, 2001.

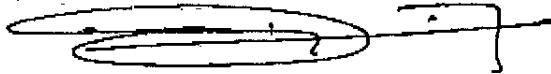
AVAP INVESTMENTS, INC., Managing Member

By 

ELIAS GOLDSTEIN, Vice-President

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named to accept service of process for the above stated Limited Liability Company, Elias Goldstein, states that he is familiar with and hereby agrees to act in this capacity, and agrees to comply with the obligations of said position.

Dated this 4 day of April 2001.

ELIAS GOLDSTEIN, Registered Agent

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