

NO7000000199

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300082450593

12/19/06--01045--008 **125.00

FILED

07 JAN 11 PM 12:42

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

855, 647, 671

W06-54546



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 20, 2006

THOMAS G. GRAZIZNO
6119 EAST WASHINGTON BLVD
COMMERCE, CA 90040

SUBJECT: CELLUPHONE USA LLC
Ref. Number: W06000054546

We have received your document for CELLUPHONE USA LLC and your check(s) totaling \$125.00. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Marsha Thomas
Document Specialist

Letter Number: 206A00071945

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

07 JAN 11 PM 12:42

FILED

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: CELLUPHONE USA LLC
(Name of Limited Liability Company)

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

THOMAS G. GRAZIANO
(Name of Person)

CELLUPHONE USA LLC
(Firm/Company)

6119 EAST WASHINGTON BLVD.
(Address)

COMMERCE, CA 90040
(City/State and Zip Code)

SECRETARY OF STATE
TALLAHASSEE FLORIDA

07 JAN 11 PM 12:42

FILED

For further information concerning this matter, please call:

THOMAS G. GRAZIANO at (323) 927-9131
(Name of Person) (Area Code & Daytime Telephone Number)

MAILING ADDRESS:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

☒ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. CELLUPHONE USA LLC
(Name of Foreign Limited Liability Company)
2. DELAWARE 3. 20-5415751
(Jurisdiction under the law of which foreign limited liability company is organized) (FBI number, if applicable)
4. JUNE 20, 2006 5. PERPETUAL
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. 10/16/2006
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)
7. 6119 E. WASHINGTON BLVD.
COMMERCE, CA 90040
(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here ☒
9. The name and usual business addresses of the managing members or managers are as follows:

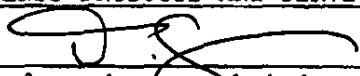
MIKE MOHR, 6119 E. WASHINGTON BLVD., COMMERCE, CA 90040

MITCH MOHR, 6119 E. WASHINGTON BLVD., COMMERCE, CA 90040

THOMAS GRAZIANO, 6119 E. WASHINGTON BLVD., COMMERCE, CA 90040

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: DISTRIBUTOR OF WIRELESS PRODUCTS AND SERVICES


Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

THOMAS J. GRAZIANO
Typed or printed name of signee

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

07 JAN 11 PM 12:42

FILED

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

CELLUPHONE USA LLC

2. The name and the Florida street address of the registered agent and office are:

C T CORPORATION SYSTEM

(Name)

1200 SOUTH PINE ISLAND ROAD

Florida Street Address (P.O. Box NOT ACCEPTABLE)

PLANTATION

FL

33324

City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company 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 as provided for in Chapter 608, Florida Statutes.

M. T. Fitzpatrick

(Signature)

M.T. FITZPATRICK
ASSISTANT SECRETARY

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

07 JAN 11 PM 12:42

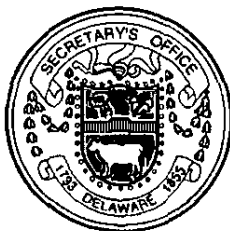
FILED

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CELLUPHONE USA, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINETEENTH DAY OF DECEMBER, A.D. 2006.



4178326 8300

061155276

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5290015

DATE: 12-19-06