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Florida Department of State

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Division of Corporations

Fax Number : (850)205-0380

From:

Account Name : TOBIN & REYES, P.A.

Account Number : I2000000155 : (561)620-0656 Phone Fax Number : (561)620-0657

DISSOLUTION

CELLULAR PHONE USA, INC.

| Certificate of Status | 1 |
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CELLULAR PHONE USA, INC.

ARTICLES OF DISSOLUTION

Cellular Phone USA, Inc., a Florida corporation, executes the following articles of dissolution pursuant to section 607,1403 of the Florida Business Corporation Act:

FIRST:

The name of the corporation is Cellular Phone USA, Inc. (the "Corporation"),

SECOND:

The shareholders of the Company approved the dissolution of the Company

by unanimous written consent on August 12, 2005.

THIRD:

The number of votes east by the shareholders of the company for dissolution

was sufficient for approval of that action.

EXECUTED:

August / 7, 2005

Cellular Phone USA, Inc

By: Jason Bib

President

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