OFFICE US ALY (DO SOURCE) AND SERVICE, INC

(Requestor's Name)

1000 PONCE DE LEON BLVD. STE: 112
(Address)

CORAL GABLES, FL 33134 (305)444-4994 (City, State, Zip) (Phone #) 900003131219--3 -02/10/00--01077--010 ******78.75 ******78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

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NEW FILINGS		
X	Profit	
	NonProfit	
	Limited Liability	
	Domestication	
	Other	

AMENDMENTS
Amendment
Resignation of R.A., Officer/Director
Change of Registered Agent
Dissolution/Withdrawal
Merger

OTHER FILNGS
Annual Report
Fictitious Name
Name Reservation

	REGISTRATION/ QUALIFICATION	1.
	Foreign	X
	Limited Partnership	1/14
	Reinstatement	
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	Other	Examin

Examiner's Initials

CR2E031(9/92)

ARTICLES OF INCORPORATION OF

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C.C.I. CELLULAR INTERNATIONAL, CORP.

THE UNDERSIGNED has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be:

C.C.I. CELLULAR INTERNATIONAL, CORP.

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers: To have perpetual succession by its corporate name.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is the total sum of 100 shares, having an individual par value of \$10.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE V

Each of the Shareholders covenants and agrees that he will not sell, assign, transfer, donate or otherwise dispose of, or pledge, hypothecate or otherwise encumber any of the shares of the Corporation's stock except upon the prior written consent of the remaining Shareholders.

ARTICLE VI

The street address of the initial registered office and the name of the initial Resident Agent of this corporation shall be:

Leopoldo Rios 1800 West 49th Street Suite 207 Hialeah, FL 33012 The principal address shall be: 8060 NW 71st Street Miami, FL 33166

ARTICLE VII

The initial Board of Directors shall consist of a total of three (3) persons, and the name and address of the persons who are to serve as initial directors are:

PRESIDENT / TREASURER
JUAN CARLOS REGGETI
8060 NW 71st Street
Miami FL 33166

VICE-PRESIDENT CESAR PEREZ 8060 NW 71st Street Miami FL 33166

SECRETARY CLAUDIO FRISOLI 8060 NW 71st Street Miami FL 33166

The name and address of the incorporator executing these Articles of Incorporation is: LEOPOLDO RIOS 1800 W. 49th Street, Suite 207 Hialeah, FL 33012

IN WITNESS WHEREOF, the undersigned Articles of Incorporation this 27th day of				
LRW J	- · -			
STATE OF FLORIDA				
COUNTY OF DADE				
BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared Juan Carlos Reggeti, Cesar Perez and Claudio Frisoli, known to me and known by me to be the person (s) who executed the foregoing Articles of Incorporation, and he (they) acknowledge before me that he (they) executed those Articles of Incorporation. IN WITHNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 27th day of, 2000.				
	FARY PUBLIC, STATE OF FLORIDA LARGE			

My Commission Expires:

CERTIFICATE OF DESIGNATION REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida.

1. The name of the corporation is:		
C.C.I. CELLULAR	INTERNATIONAL, CORP.	
2. The name and address of the reg	gistered agent and office is:	
Leopoldo Ríos		
	(NAME)	
1800 W. 49th Street, Suite	207	
(P.O.E	BOX NOT ACCEPTABLE)	
Hialeah, FL 33012		
	TY/STATE/ZIP CODE)	

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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.

Signature

Date 01/27/200