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Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850) 922-4001

From:
Account Name : ACE INDUSTRIES, INC.
Account Number : 070744001530
Phone : (305) 358-2571
Fax Number : (305) 358-7832

FLORIDA PROFIT CORPORATION OR P.A.

CELLAMERICA, INC.

Certificate of Status	0
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B. McKnight MAY - 8 2000

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DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION

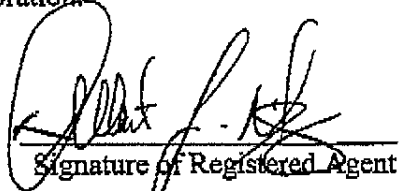
Article 1: NAME OF CORPORATION: CELLAMERICA, Inc.
ADDRESS OF CORPORATION: 12095 SW 18th Terrace Ste. 268
Miami, FL 33175

Article 2: CAPITAL STOCK: The number of shares which the corporation
has authorized to be outstanding at any one time is
500, with a par value of \$ 1.00
(PAR VALUE IS NOT REQUIRED).

Article 3: REGISTERED AGENT: Alberto L. Diaz
REGISTERED AGENT OFFICE: 12095 SW 18th Terrace Ste. 268
Miami, FL 33175

* I am familiar with and hereby accept the duties and
Responsibilities as Registered agent for said corporation.

05/02/2000
Date

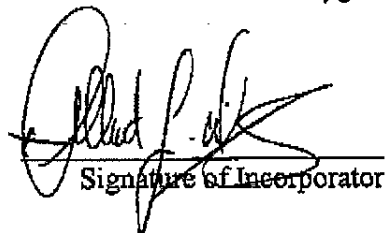

Signature of Registered Agent

Article 4: THE BOARD OF DIRECTORS are: (Board of Directors is NOT REQUIRED).
First listed is President; second are Vice president, then Secretary / Treasurer.
1- Alberto L. Diaz - President
2- Marisol E. Diaz - Vice- President
3- Alberto L. Diaz - Secretary
4- Marisol E. Diaz - Treasurer

Article 5: THE NAME AND ADDRESS OF THE INCORPORATOR is:

Name: Alberto L. Diaz
Address: 12095 SW 18th Terrace Ste. 268
Miami, FL 33175

In witness whereof, I have subscribed my name:


Signature of Incorporator

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