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Florida Department of State
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FLORIDA PROFIT CORPORATION OR P.A.

CELL TOWN INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION

OF

Cell Town Inc.

The undersigned incorporator (s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt (s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

Cell Town, Inc.

The principal place of business of this corporation and its mailing address is:

**15630 SW 80 Street
Unit 103
Miami, FL 33193**

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, The State of Florida, or any other State, County, Territory or Nation.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorize to have outstanding at any one moment is:

500 SHARES OF COMMON STOCK HAVING A PAR VALUE OF \$1.00 PER SHARE

ARTICLE IV - TERM OF EXISTANCE

This corporation is to exist perpetually.

ARTICLE V - OFFICERS DIRECTORS

The name (s) and street address (es) of the initial officer (s) and director (s), if any, who shall hold office the first year of the corporation's existence or until their successor (s) is (are) elected, is (are):

Joel Garcia - Director, Chairman, President and Secretary- 15630 SW 80 Street #103 Miami, FL 33193

ARTICLE VI - INCORPORATOR (S)

The name (s) and street address (es) of the incorporator (s) to these articles of incorporation is (are):

Joel Garcia - 15630 SW 80 Street #103 Miami, FL 33193

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Cell Town, Inc.

Articles of Incorporation

ARTICLE VII - PREEMPTIVE RIGHT

Every shareholder upon the sale for cash of any new stock of this incorporation of same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VIII - SPECIAL PROVISIONS

It is the intent of the incorporator (s), that the corporation will gratify under section 1244 of the Internal Revenue Service Code and that the corporation will file as a Subchapter S Corporation. To the extent that it is beneficial as determined by the Director (s).

IN WITNESS WHEREOF, the undersigned incorporator (s) has have executed these Articles of Incorporation this 2 day of June, 2000.

Name and signature of Incorporator (s).

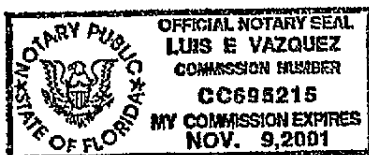
Joel Garcia

STATE OF FLORIDA
COUNTY OF DADE

THE FOREGOING instrument was acknowledge and sworn to before me this 2 day of June, 2000 by Joel Garcia, duly identified by his Florida driving license number G620-420-71-171-0. [NAME OF INCORPORATOR (S)]

of Cell Town, Inc.

[NAME OF CORPORATION]



(SEAL)

Notary Public:

My commission expires:

11/09/01

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CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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.

The name of the corporation is:

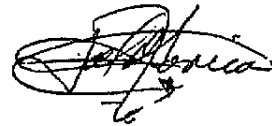
Cell Town, Inc.

The name and address of the registered agent and office is:

Joel Garcia
15630 SW 80 Street
Unit 103
Miami, FL 33193

(PO Box not accepted)

Signature:



(CORPORATE OFFICER)
Joel Garcia

Title: DIRECTOR

Date: 6/02, 2000

HAVING BEEN NEMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL THE STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE:



(REGISTERED AGENT)
Joel Garcia

DATE: 6/02, 2000

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