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THE LAW OFFICE OF MARK A. GLASSMAN, P.A.

601 Northwest 179<sup>th</sup> Avenue  
Suite 104  
Pembroke Pines, Florida 33029  
(954) 433-4355

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399  
Att.: New Filing

August 3, 2000

Re: Wireless Telecom/Filing of Corporate Documents

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-08/07/00-01137-016  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

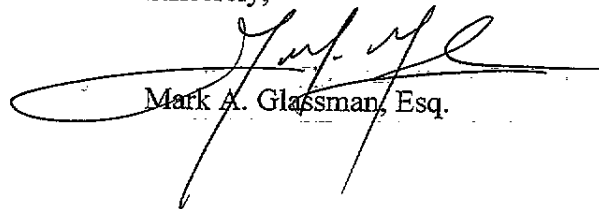
To Whom It May Concern:

Please find enclosed the following documentation with respect to the creation of Wireless Telecom Group of Tampa, Inc.:

1. Articles of Incorporation for Wireless Telecom Group of Tampa, Inc.;
2. Designation of Registered Agent and Registered Office; and,
3. Check for \$70 to the Department of State covering filing fees (\$35) and Appointment of Registered Agent (\$35).

Please do not hesitate to contact me should the Division of Corporations require any addition information.

Sincerely,

  
Mark A. Glassman, Esq.

cc: Gary Alexander, CPA

RH 8/11/00-

**ARTICLES OF INCORPORATION  
OF  
WIRELESS TELECOM GROUP OF TAMPA, INC.**

FILED  
00 AUG -7 AM 10: 59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the Florida Business Corporation Act, the undersigned organizer adopts these Articles of Incorporation for the purpose of forming a for-profit corporation.

ARTICLE I

NAME

The name of the corporation is: Wireless Telecom Group of Tampa, Inc.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation is the retail sale of wireless telephone service and equipment.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue one class of stock, that stock being 100 shares with no par value, common stock, with identical rights and privileges, the transfer of which is at the sole discretion of the majority of current Directors.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall exist perpetually, and at the discretion of the current Directors.

ARTICLE V

ADDRESS

The initial post office address of the principle office of the corporation in the State of Florida is 601 N.W. 179<sup>th</sup> Avenue, Suite 104, Pembroke Pines, FL 33029. The Board of Directors may from time to time move the principle office to any other address in Florida.

## ARTICLE VI

### DIRECTORS

The corporation shall have three (3) directors, however, the number of directors may be increased or diminished from time to time at the discretion of the majority of current Directors.

## ARTICLE VII

### INITIAL DIRECTORS

The name and post office addresses of the initial Directors are:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Alan Zabelinsky	President/Secretary	18495 S. Dixie Highway PMB 315 Miami, FL 33157
Carlos E. Lopez	Vice President/Tres.	42 S.W. 134 <sup>th</sup> Court Miami, FL 33184
Gary Alexander	Director	601 N.W. 179 <sup>th</sup> Avenue Suite 104 Pembroke Pines, FL 33029

## ARTICLE VIII

### SUBSCRIBERS

<u>NAME</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
Alan Zabelinsky	50	\$50
Carlos Lopez	50	\$50

## ARTICLE IX

### AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the

directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X

EFFECTIVE DATE

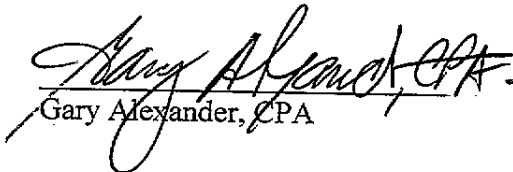
The effective date of this corporation shall be when these Articles of Incorporation are filed with the Secretary of State for the State of Florida.

ARTICLE XI

INITIAL RESIDENT OFFICE AND AGENT

The initial registered agent of this Corporation is Gary Alexander and the street address of the initial resident office of this corporation is Gary Alexander and Associates, 601 NW 179<sup>th</sup> Avenue, Suite 104, Pembroke Pines, Florida 33029.

IN WITNESS WHEREOF, the undersigned, under penalty of perjury, being one of the original organizers of this corporation, hereby files these Articles of Incorporation, and declares and certifies that the facts stated herein are true.

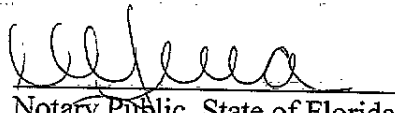
  
Gary Alexander, CPA

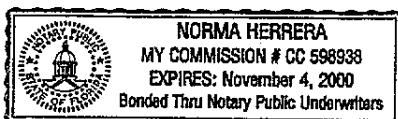
STATE OF FLORIDA  
BROWARD COUNTY

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Gary Alexander, to me well known to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

Witness my hand and official seal in Broward County of the State of Florida this 3<sup>rd</sup> day of August, 2000.

My commission expires:

  
Notary Public, State of Florida



**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT AND REGISTERED OFFICE**

FILED

00 AUG -7 AM 11:00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Chapter 607, Florida Statutes, Wireless Telecom Group of Tampa, Inc. hereby submits this Certificate of Designation of Registered Agent and Registered Office to Designate a Registered Agent and Registered Office in the State of Florida. The name and address of the registered agent is:

Gary Alexander, CPA  
Gary Alexander & Associates, CPAs  
601 N.W. 179<sup>th</sup> Avenue  
Suite 104  
Pembroke Pines, FL 33029

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.

  
Gary Alexander, CPA

8/3/00  
Date