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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 : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
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FILED  
00 AUG 24 PM 4:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

UNICELL CELLULAR & ACCESSORIES, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

(5)  
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ARTICLES OF INCORPORATION

OF

UNICELL CELLULAR & ACCESSORIES, INC.

Article I - Name

The name of this corporation is UNICELL CELLULAR & ACCESSORIES, INC.

Article II - Duration

This corporation shall have perpetual existence commencing on the date of execution and acknowledgment of these articles.

Article III - Purposes

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue 100 shares of \$1.00 par value Common Stock which shall be designated "Common Shares".

Article V - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this

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corporation is 2655 LeJeune Road, Suite 1108, Coral Gables, Florida 33134, and the name of the initial registered agent of this corporation at that address is KURT R. KLAUS, JR.

Kurt R. Klaus, Jr., Esq.

2655 LeJeune Road, Suite 1108  
Coral Gables, Florida 33134

(Tel): (305) 461-4447)  
(Fla. Bar #: 299804)

Article VII - Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

ANTONIO YIDIOS - 50%

President

4516 NW 114 Avenue, #2007

Miami, Miami-Dade County, Florida 33178  
and

MAURICIO MEJIA - 50%

Vice President, Secretary and Treasurer

6465 SW 130 Place, Suite 508

Miami, Miami-Dade County, Florida 33183

Article VIII - Incorporator

The name and address of the person signing these articles:

KURT R. KLAUS, JR., ESQ.

2655 LeJeune Road, Suite 1108  
Coral Gables, Florida 33134

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR

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THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED

KURT R. KLAUS, JR.  
2655 LeJeune Road, Suite 1108  
Coral Gables, Florida 33134

In pursuance of Chapter 48.091 Florida Statutes, the following  
is submitted, in compliance with said Act:


First: That UNICELL CELLULAR & ACCESSORIES, INC., desiring to  
organize under the laws of the State of Florida with its principal  
office at 6465 SW 130 Place, Suite 508, Miami, Miami-Dade County,  
Florida 33183, has named KURT R. KLAUS, JR., as its registered  
agent.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above  
state corporation, at place designated in this certificate, I  
hereby accept to act in this capacity, and agree to comply with the  
provision of said Act relative to keeping open said office.

  
KURT R. KLAUS, JR.

IN WITNESS WHEREOF, the undersigned subscriber has executed  
these articles of incorporation, this 24th day of August, 2000.

  
KURT R. KLAUS, JR.

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State of Florida )

SS

County of Dade )

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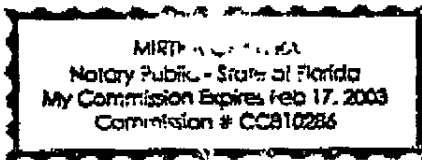
Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared, KURT R. KLAUS, JR., known to me and known by me to be the person who executed the foregoing articles of incorporation, and acknowledged before me that he executed these articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 24<sup>th</sup> day of August, 2000.

*Michelle Onufro*

NOTARY PUBLIC, State of Florida  
at Large.

My Commission Expires:



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This instrument was prepared by:

KURT R. KLAUS, JR., ESQ.  
2655 LeJeune Road, Suite 1108  
Miami, Florida 33134  
(305) 461-4447

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