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TRANSMITTAL LETTER

FILED

00 AUG 28 PM 2: 25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Downtown Wireless, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

700003375107--7
-08/28/00--01110--023
*****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Jorge Lopez
Name (Printed or typed)

655 WEST FLAGLER STREET # 101
Address

MIAMI, Florida 33130
City, State & Zip

305-443-2658 or 305-776-7376
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

Pr 8/30/00

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be: DOWNTOWN WIRELESS, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/ mailing address is: 655 WEST FLAGLER STREET # 101
MIAMI, Florida 33130

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: SELL RETAIL CELLULAR PHONES

ARTICLE IV SHARES

The number of shares of stock is: 500 SHARES AT \$1.00

ARTICLE V INITIAL OFFICERS/DIRECTORS (optional)

The name(s) and address(es): JORGE R. LOPEZ 655 WEST FLAGLER ST.
(PRESIDENT)
HUGO V. MATA 655 WEST FLAGLER ST # 101 MIAMI FL 33130
VICE PRESIDENT

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:
JORGE R. LOPEZ 655 WEST FLAGLER STREET MIAMI, FL 33130

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:
JORGE LOPEZ 655 WEST FLAGLER STREET MIAMI, FL 33130

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Signature/Registered Agent [Signature] Date 8/14/00

Signature/Incorporator [Signature] Date 8/14/00

FILED
00 AUG 28 PM 2:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA