



THE UNITED STATES
CORPORATION
COMPANY

P00000090770

ACCOUNT NO. : 072100000032

REFERENCE : 842538 11113A

AUTHORIZATION : *Patricia Pizeto*

COST LIMIT : \$ 78.75

ORDER DATE : September 25, 2000

ORDER TIME : 9:15 AM

ORDER NO. : 842538-005

CUSTOMER NO: -11113A

CUSTOMER: Roy C. Summerlin, Esq.
Roy C. Summerlin, Attorney
At Law
141 5th Street, Nw

Winter Haven, FL 33881

DOMESTIC FILING

NAME: CELLULAR-PAGE, INC.

EFFECTIVE DATE:

200003404472--5

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115
EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 SEP 26 PM 2:19

RECEIVED
00 SEP 26 PM 2:19
DIVISION OF CORPORATIONS
SECRETARY OF STATE
FLORIDA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 SEP 25 PM 2:19

**ARTICLES OF INCORPORATION
OF
CELLULAR-PAGE, INC.**

We, the undersigned, execute these Articles of Incorporation for the purpose of becoming a body corporate under the laws of the State of Florida, providing for the formation and management, liabilities and immunities of corporations, the provisions of which law are hereby accepted, and we hereby adopt the following proposed Articles of Incorporation for which this Certificate is made.

**ARTICLE I
NAME**

The name of the corporation shall be **CELLULAR-PAGE, INC.**

**ARTICLE II
PRINCIPAL OFFICE**

The general office and place of business of the corporation shall be 3877 Recker Highway, Suite 1, Winter Haven, Florida 33880. The Directors shall have the right to change the location of said general office and principal place of business to any other point deemed advisable and branch offices and places of business may be established at any and all points deemed advisable by the Board of Directors.

**ARTICLE III
DURATION**

The duration of the corporation shall be perpetual unless sooner terminated under the laws of the State of Florida. —

**ARTICLE IV
PURPOSE AND POWERS**

The corporation may engage in any activity, business or service permitted under the laws of the United States and/or the State of Florida, any and all

activities customarily engaged in by corporations under the laws of the State of Florida in the marketing, manufacturing, fabricating, assembling, sale, exchange and the furnishing of goods, wares, merchandise and services for profit, including but not limited to performing services in connection with construction, sale, exchange and development of real estate and personal property of every nature and kind, except that this corporation shall not be authorized to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefits society, or state fair exposition.

ARTICLE V **AUTHORIZED SHARES**

The maximum number of shares of capital stock that this corporation shall have outstanding at any time shall be 100 shares of common stock, with no par value, all of said stock fully paid and non assessable; payment for said stock shall be in cash or labor, services or property at a valuation to be fixed by the Board of Directors.

ARTICLE VI **CAPTIAL**

The amount of capital with which this corporation shall begin business shall be over \$500.00.

ARTICLE VII **MANAGEMENT OF THE CORPORATION'S AFFAIRS**

The business and affairs of this corporation shall be conducted by a President; a Secretary/Treasurer and a Board of Directors of not less than one in number; the number of Directors may be increased from time to time by the By-

Laws or Resolutions of the Stockholders to any number compatible with the law; and other offices may in the same manner be created, filled and established.

The Directors of said corporation shall be elected by the Stockholders at each annual meeting. The annual meeting of the Stockholders shall be held on the first Tuesday in September of each year. Any Stockholders' meeting may be held any time when a quorum of Stockholders are present and request such meeting to be held. The date of the annual meeting may be changed by the By-Laws or Resolution of the Board of Directors adopted at any time by the Board of Directors at a meeting held immediately following each annual meeting of the Stockholders. New offices may be created or vacancies filled by the Board of Directors at any regular meeting or any special meeting called for that purpose.

ARTICLE VIII

LOST OR DESTROYED STOCK CERTIFICATES

Lost or destroyed stock certificates shall be replaced by the issuance of new stock certificates in the manner prescribed by the By-Laws of this corporation.

ARTICLE IX

BOARD OF DIRECTORS

The names and addresses of the first Board of Directors, who, subject to this Certificate of Incorporation, the By-laws and the Laws of the State of Florida, shall hold office for the first year of the corporation's existence or until their successors have been elected and have been qualified are as follows:

Jestin E. Davis, P.O Box 1895, Auburndale, FL 33823

ARTICLE X
NAMES AND ADDRESSES OF INCORPORATORS

The names and addresss of the subscribers to this Certificate of Incorporation are:

Jestin E. Davis, P.O. Box 1895, Auburndale, FL 33823

ARTICLE XI
INITIAL OFFICERS

The name and address of the officers of the corporation who shall hold office for the first year of the corporation's existence or until their successors have been elected and qualified are as follows:

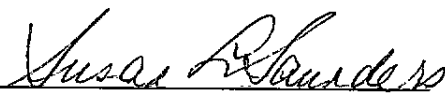
President – Jestin E. Davis	P.O. Box 1895 Auburndale, FL 33823
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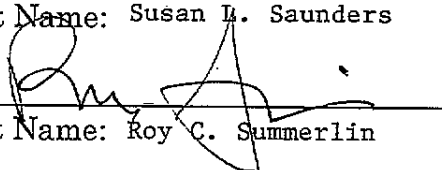
Secretary/Treasurer – Jestin E. Davis	P.O. Box 18995 Auburndale, FL 33823
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ARTICLE XII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3877 Recker Highway, Suite 1, Winter Haven, FL 33880, and the name of the initial registered agent at that address is Jestin E. Davis.

IN WITNESS WHEREOF, the undersigned, for thte purpose of forming this corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 21st day of September, 2000.


Print Name: Susan L. Saunders

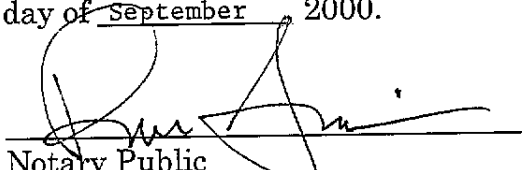

Print Name: Roy C. Summerlin


JESTIN E. DAVIS
Incorporator

STATE OF FLORIDA
COUNTY OF POLK

Personally appeared before the undersigned authority, **JESTIN E. DAVIS**, to me personally known ~~for who presented~~ _____ as ~~identification~~, and he acknowledged before me that he executed the above and foregoing instrument for the purposes therein expressed.

WITNESS my hand and seal this 21st day of September, 2000.


Notary Public

Name:

Roy C. Summerlin

My Commission Expires:



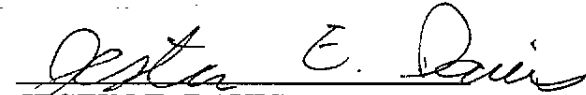
Roy C. Summerlin
MY COMMISSION # CC886863 EXPIRES
January 6, 2004
BONDED THRU TROY FAIN INSURANCE, INC.

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, 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.

1. The name of the corporation is: CELLULAR-PAGE, INC.
2. The name and address of the registered agent and office is:

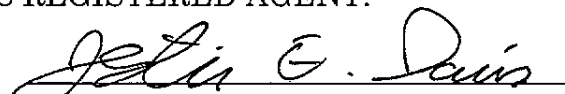
Jestin E. Davis
3877 Recker Highway, Suite 1
Winter Haven, FL 33880


JESTIN E. DAVIS

Title: President

Date 9-28-00

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.


NAME: JESTIN E. DAVIS
DATE: 9-28-00

FILED
SECRETARY OF STATE
STATE OF CALIFORNIA

00 SEP 26 PM 2:20

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above named corporation, at the place designated, 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 state that I am familiar with, and accept, the obligations of my position as registered agent.

Dated: September 21, 2000


JUSTIN. E. DAVIS