P 800000 98332

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

| Fallahassee, FL 32314 | | | : 1 4_54_ | -10/17/0001027 | 010 **78. |
|--|------------------------------------|---|---|---|--------------|
| SUBJECT: | | L. Co.H. = | TNC. | OD OCT 17 PM 3: 33 TALLAHASSEE, FLORIDA | FILED |
| Enclosed is an original or : \$70.00 Filing Fee | ▼ \$78.75 Filing Fee & Certificate | \$122.50 Filing Fee & Certified Copy Additional Copy | \$131.25 Filing Fee, Certified Copy & Certificate | nd a check | |
| FROM: | AVI Name | REIF (printed or typed) | | | |
| | 5612 | HOLLYWOOD Address | BLVD | | |
| · . | HOLLYW | JOOD, FL. | 3302/ | | |

ECHESCE 0CT 1 8 2000

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

ARTICLES OF INCORPORATION

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

> ARTICLE I NAME

The name of the corporation shall be:

NEEDACELL.COM, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

5612 HOLLYWOOD BLVD. HOLLYWOOD, FL. 33021

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

200 NPV

INITIAL REGISTERED AGENT AND STREET ADDRESS ARTICLE IV The name and address of the initial registered agent is:

> AVI REIF 56/2 HOLLYWOOD BLUD HOLLYWOOD, FL. 33021

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

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

AVI REIF 5612 HOLLYWOOD BLVD. HOLLYWOOD, FL. 33021

| The undersigned i | incorporator(s) has(have) execute | ed these Articles of Incorporate | tion this |
|---------------------------|-----------------------------------|----------------------------------|--|
| 13 th day of _ | OCTOBER, | 2000. | |
| (An additional artic | cle must be added if an effective | date is requested.) | |
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| | Sign | nature | |
| - | Sigr | nature | and the second of the second o |

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

CERTIFICATE OF DESIGNATION OF 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: | NEEDACELL. COH, I | UC. | - | |
|--------|--------------------------------|-------------------------------------|---------|---------------|------|
| 2. The | e name and address of the regi | stered agent and office is: | | eter - r | |
| | | VI REIF (NAME) | SECRE | OO OCT | |
| | 56/2 (P.O.B | OX OT Mail Drop Box NOT ACCEPTABLE) | NARY OF | 17 PM | HLED |
| | HOLLY | WOOD, FL. 33021 | STATE | ယ္ ဒဒ | |

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.

(SIGNATURE) (DATE)

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 32314