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FLORIDA PROFIT CORPORATION OR P.A.

A.J. ACCELL - WIRELESS INC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 30, 2000

FAS-T

SUBJECT: A.J. ACCELL - WIRELESS INC.
REF: W00000028280

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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

ARTICLES OF INCORPORATION
OF
A.J. ACCELL-WIRELESS INC.

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

ARTICLE I NAME

The name of the corporation shall be: A.J. ACCELL-WIRELESS INC.

The principal place of business of this corporation shall be:
9137 FOUNTAINEBLEAU BLVD. # 8, MIAMI, FL 33172

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is Five Hundred (500) shares of One Dollar (\$1.00) per value common stock, which shall be designated "Common Shares".

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successors(s) is (are) elected, is(are):

ANDRES CHACON - President
9137 FOUNTAINEBLEAU BLVD. # 8
MIAMI, FL 33172

JAMES NAUSA - Vice-President
9137 FOUNTAINEBLEAU BLVD. # 8
MIAMI, FL 33172

Prepared by: LEGAL SERVICE 2000
7295 W FLAGLER ST
MIAMI FL 33144
(305) 260-0201

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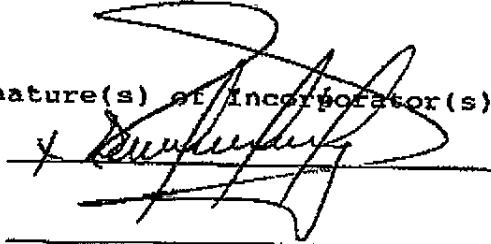
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

ANDRES CHACON - President
9137 FOUNTAINEBLEAU BLVD. # 8
MIAMI, FL 33172

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of incorporation this 29TH day of NOVEMBER, 2000.

Signature(s) of Incorporator(s)



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

Pursuant to the provisions of Section 607.325, 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:

A.J. ACCELL - WIRELESS INC.

2. The name and address of the registered agent and office is:

ANDRES CHACON - President 9137 FOUNTAINEBLEAU BLV. #8
(P.O. BOX NOT ACCEPTABLE)

MIAMI, FL 33172
(CITY/STATE/ZIP)

SIGNATURE 

TITLE PRESIDENT

DATE 11-29-2000

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE 

DATE 11-29-2000

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