

KUENZEL & LUTES, P.A.
ATTORNEYS AT LAW

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December 13, 2000

PO0000116443

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

SUBJECT: DNS Cellular World, Inc.

100003505251- -2
-12/19/00 --01017--017
*****78.75 *****78.75

Dear Sir or Madam:

Enclosed, please find an original and one (1) copy of the Articles of Incorporation and the Original Acceptance of Registered Agent for the above referenced corporation. I also enclose a check in the amount of \$78.75 to cover the cost of incorporation. We do not require certified copies.

Thank you for your cooperation, should you have any questions, please do not hesitate to contact me.

Sincerely,

Pamela Lutes

Pamela D. Lutes, Esquire

PDL/smt

Enclosures

FILED
00 DEC 18 PM 2:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LB
12/21

ARTICLES OF INCORPORATION

FOR

DNS CELLULAR WORLD, INC.

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

ARTICLE I

The name of this corporation shall be DNS CELLULAR WORLD, INC.

ARTICLE II

The street address of the principal office of the Corporation is 11128 North 30th Street, Tampa, Florida 33612.

ARTICLE III

This corporation shall be authorized to issue 10,000 shares, all of which shall be common shares.

ARTICLE IV.

The initial street address of the Corporation's registered office is 11128 North 30th Street, Tampa, Florida 33612. The initial registered agent for the Corporation at that address is SHARLENE M. WOODIS.

ARTICLE V.

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

PRESIDENT: SHARLENE M. WOODIS
11128 North 30th Street
Tampa, Florida 33612

VICE PRESIDENT: NONE

SECRETARY/
TREASURER: SHARLENE M. WOODIS
11128 North 30th Street
Tampa, Florida 33612

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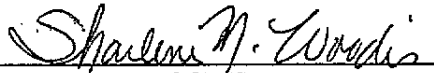
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Fax (813) 996-5944

ARTICLE V. INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation:

SHARLENE M. WOODIS
11128 North 30th Street
Tampa, Florida 33612

IN WITNESS WHEREOF, I, the undersigned organizer and incorporator, have hereunto set my hand and seal this 13th day of December, 2000, for the purpose of forming this corporation under the laws of the State of Florida, and I hereby make and file in the Office of the Secretary of State of Florida, this Certificate of Incorporation, and certify that the facts therein stated are true.


SHARLENE M. WOODIS,
President

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for DNS CELLULAR WORLD, INC., at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

December 13, 2000
Date


SHARLENE M. WOODIS

Prepared by:

Diane V. Kuenzel, Esquire
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