

ACCOUNT NO.: 072100000032

REFERENCE: 969038

COST LIMIT : \$ 78.75

ORDER DATE: January 18, 2001

ORDER TIME: 12:25 PM

ORDER NO. : 969038-005

CUSTOMER NO: 10690A

CUSTOMER: Tim Pickles, Esq

Watson Soileau Deleo & Burgett 000003554180--4

Suite C

1970 Michigan Avenue Cocoa, FL 32922

DOMESTIC FILING

NAME:

CELL U RENT OF FLORIDA, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

_ PLAIN STAMPED COPY

_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Denise Mick - EXT. 1150

WO1=14240

EXAMINER'S INITIALS:



FILED CECRETARY OF STATE DIVISION OF CORPORATIONS

01 JAN 18 PM 1:34

FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

January 18, 2001

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: CELL U RENT FLORIDA, INC.

Ref. Number: W01000001426

We have received your document for CELL U RENT FLORIDA, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden Document Specialist

Letter Number: 001A0000 3003

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ARTICLES OF INCORPORATION

SECRETARY OF STATE SECRETARY OF CORPORATIONS
OF JUVISION OF CORPORATIONS
OF JAN 18 PM 1: 34

OF

CELL U RENT OF ORLANDO, INC.

Article I - Name

The name of this corporation is CELL U RENT OF ORLANDO, INC. and its principal office is located at 7061 Grand National Drive, Suite #107-B, Orlando, Florida 32819.

Article II - Duration

This corporation shall exist perpetually. The date of commencement of corporate existence shall be the date these articles are filed with the Secretary of State.

Article III - Purpose

This corporation is organized for the purpose of engaging in any business activity permitted under the laws of the United States and the State of Florida.

Article IV - Capital Stock

This corporation is authorized to issue 5,000 shares of \$1.00 par value common stock.

Article V - Registered Office and Initial Registered Agent

The street address of the registered office of this corporation is 1970 Michigan Avenue, Building C, Cocoa, Florida 32922.

The name of the initial registered agent of this corporation at that address is Timothy F. Pickles.

Article VI Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time pursuant to the bylaws, but shall never be less than one. The name and address of the initial director of this corporation is:

Kent E. Cady, Sr. 7061 Grand National Drive, Suite #107-B Orlando, Florida 32819

Article VII - Incorporator

The name and address of the person signing these articles is Timothy F. Pickles, 1970 Michigan Avenue, Building C, Cocoa, Florida 32922.

Article VIII - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the stockholders.

Article IX - Compensation of Directors

The stockholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

<u>Article X - Indemnification</u>

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

<u> Article XI - Amendment</u>

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the stockholders is subject to this reservation.

Article XII - Acceptance of Registered Agent

Having been named to accept service of process for the above-stated Corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of the <u>Florida Statutes</u> relative to keeping open said office.

TIMOTHY F. PICKLES, Registered Agent

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this //// day of January, 2001.

TIMOTHY F. PICKLES
Subscriber/Incorporator
ACKNOWLEDGMENT

STATE OF FLORIDA COUNTY OF BREVARD

The foregoing Articles of Incorporation was acknowledged before me this 17th day of January, 2001, by TIMOTHY F. PICKLES, who is personally known to me or who has produced ______ as identification and who did not take an oath.

Name: THERESA L. CARUSO

State of Florida at Large

(SEAL)

My Commission Expires:

THERESA L. CARUSO
MY COMMISSION # CC 874846
EXPIRES: October 17, 2003
Bonded Thru Notary Public Underwriters