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LAW OFFICES

EVAN R. KRAKOWER, P.A. FILED

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SUITE 202
SUNRISE, FLORIDA 33351

01 MAR -1 PM 1:12

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 27, 2001

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*****78.75 *****78.75

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: ARTICLES OF INCORPORATION FOR:

- PRIMETIME WIRELESS, INC.
- JOEY-NIX REALTY INVESTMENTS OF DAVIE, LLC

Dear Sir/Madam:

Enclosed please find the following:

1. Articles of Incorporation to be filed for Primetime Wireless, Inc. and Joey-Nix Realty Investments of Davie, LLC
2. Two checks in the amount of \$78.75 for filing fee
3. A copy of the Articles to be stamped and returned to our office

If you have any questions regarding the enclosed, please contact our office.

Very truly yours,



EVAN R. KRAKOWER
ERK/ml
enclosures

FILED

ARTICLES OF INCORPORATION
OF
PRIMETIME WIRELESS, INC.

01 MAR -1 PM 1:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Corporation, a natural person competent to contract does form a corporation under the laws of the State of Florida.

ARTICLE I NAME:

The name of the corporation is PRIMETIME WIRELESS, INC.

ARTICLE II NATURE OF BUSINESS:

The nature of the business to be transacted by this corporation is cellular phones and all things in connection therewith that are customarily done under the laws of the State of Florida and, in accordance with the "Corporation Act" of Florida, to invest its funds in real estate mortgages, stocks, bonds or other types of investment, and may own real or personal property, or to do and transact any and all business as permitted under the laws of the State of Florida. The business of the corporation and the United States of America shall not be limited to the foregoing activities.

ARTICLE III CAPITAL STOCK:

The capital stock of this corporation shall be 1000 shares of \$1.00 par value common stock.

All of said stock shall be payable in cash, or property other than stock or securities, in lieu of cash, at a just valuation to be determined by the Board of Directors of this corporation.

ARTICLE IV TERM OF EXISTENCE:

This corporation will exist perpetually.

ARTICLE V ADDRESS:

The initial post office address of the principal and registered office of this corporation in the State of Florida is 4110 Lansing Avenue, Cooper City, FL 33066. DEANE KRAKOWER shall be the initial registered agent at such address. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI DIRECTORS:

The corporation shall have three directors initially.

ARTICLE VII INITIAL DIRECTORS:

The names and addresses of the first Board of Directors who shall hold office until their successors are elected and have qualified are as follows:

Deane Krakower	4110 Lansing Avenue Cooper City, FL 33026
Michael Hayes	2066 Madeira Drive Weston, FL 33327
Max Rivadeneira	10755 NW 50th Street, #307 Miami, FL 33178

ARTICLE VIII SUBSCRIBER:

The name and post office address of the subscriber to these Articles of Incorporation is:

Deane Krakower	4110 Lansing Avenue Cooper City, FL 33026
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ARTICLE IX OFFICERS:

A. The officers of the corporation shall be President, Vice-President, Secretary and Treasurer and such other officers as may be provided by the By-Laws.

B. The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

President/Treasurer: Deane Krakower

Vice-President: Michael Hayes

Secretary: Max Rivadeneira

C. The officers shall be elected at the annual meeting of the Board of Directors or as provided in the By-Laws.

ARTICLE X AGREEMENT:

These Articles of Incorporation may be amended in the manner approved by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

1. No shareholder of the corporation may sell or transfer his stock in this corporation until the same shall have been approved, at a stockholders' meeting, exclusive of the stock proposed to be sold. The shares of stock proposed to sell or transfer his shares may not be voted or counted for any purpose at said meeting.

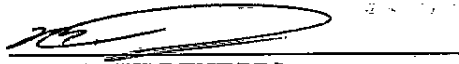
ARTICLE XI

1. The name of the initial registered agent at the above address of the corporation is Deane Krakower.

IN WITNESS WHEREOF, I, the undersigned, being the original subscriber to the capital stock hereinabove named, for the purpose of forming a professional sales corporation to do business in the State of Florida, under the laws of Florida, do hereby make and file these Articles of Incorporation and I do hereby declare and certify that the facts herein are true and do agree to take the number of shares set forth and I hereunto set my hand and seal this 27 day of Feb., 2001


DEANE KRAKOWER


MICHAEL HAYES


MAX RIVADENEIRA

STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

BEFORE ME personally appeared DEANE KRAKOWER, MICHAEL HAYES and MAX RIVADENEIRA to me well known and to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the County and State named above this 27 day of Feb., 2001.

MICHELLE LARUE
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # CC962776
EXPIRES 8/22/2004
BONDED THRU ASA 1-888-NOTARY1

Michelle Larue
NOTARY PUBLIC, State of Florida

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent
of PRIMETIME WIRELESS, INC.

DEANE KRAKOWER

STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

BEFORE ME personally appeared DEANE KRAKOWER to me well known
and to me to be the individual described in and who executed the
foregoing Articles of Incorporation, and acknowledged before me
that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the County and State
named above this 27 day of Feb.
2001.

Michelle Larue
NOTARY PUBLIC, State of Florida

My commission Expires:

MICHELLE LARUE
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # CC962776
EXPIRES 8/22/2004
BONDED THRU ASA 1-888-NOTARY1

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TALLAHASSEE, FLORIDA