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ACCOUNT NO. : 072100000032

REFERENCE : 145515 7271275

AUTHORIZATION :

*Patricia Pizito*

COST LIMIT : \$ 70.00

ORDER DATE : May 9, 2001

ORDER TIME : 1:22 PM

ORDER NO. : 145515-001

CUSTOMER NO: 7271275

CUSTOMER: Mr. John H. Bryan  
Mr. John H. Bryan

1430 Sandpiper Circle

Weston, FL 33327

DOMESTIC FILING

NAME: EVERYBODY'S WIRELESS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis - EXT. 1165

EXAMINER'S INITIALS:

2001 MAY 10 PM 2:38  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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RECEIVED  
01 MAY 10 PM 2:28  
DIVISION OF CORPORATION

*g 5/11/01*

ARTICLES OF INCORPORATION  
OF

2001 MAY 10 PM 2:38  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

EVERYBODY'S WIRELESS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

EVERYBODY'S WIRELESS, INC.

The address of the principal office of this corporation shall be 1430 Sandpiper Circle, Weston, Florida 33327, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in 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 maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,500 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors is:

John Bryan	1430 Sandpiper Circle
Dir.	Weston, Florida 33327

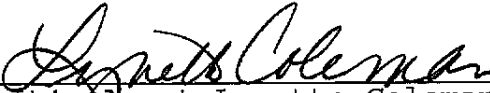
ARTICLE VII. INCORPORATOR

2001 MAY 10 PM 2:38  
STATE OF FLORIDA  
TALLAHASSEE FLORIDA

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

The Company Corporation  
2711 Centerville Road Suite 400  
Wilmington, Delaware 19808

The undersigned incorporator has executed these Articles of Incorporation on May 10, 2001.

  
It's Agent Lynette Coleman

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By:   
It's Agent Lynette Coleman