

P01000065939**Florida Department of State**

Division of Corporations

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Katherine Harris, Secretary of State

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DIVISION OF CORPORATIONS
01 JUL -3 PM 3:53**FLORIDA PROFIT CORPORATION OR P.A.****NETCELL II, INC.**

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF

NETCELL II, INC.

THE UNDERSIGNED, ACTING AS INCORPORATOR OF A CORPORATION
UNDER THE FLORIDA GENERAL CORPORATION ACT, ADOPTS THE
FOLLOWING ARTICLES OF INCORPORATION:

ARTICLE I

The name of the corporation of NETCELL II, INC.

ARTICLE II

The period of its duration is perpetual

ARTICLE III

The date and time of the commencement of the corporate existence shall be the date
of the filing of these Articles by the Department of State.

ARTICLE IV

The purpose(s) for which the corporation is organized is to engage in the transaction
of any or all Lawful business for which the corporation may be incorporated under
the Florida General Corporation Act.

ARTICLE V

The aggregate number of shares which the corporation shall have authority to issue
is one thousand (100) shares of capital stock, \$ 1.00 par value.

ARTICLE VI

The number of directors constituting the initial Board of Directors of the
corporation are one (1) and the names and addresses of the person(s) who are to
serve as director(s) until the first annual meeting of shareholders or until the
successors are elected and qualified are:

President/Treasurer/Director: LUIS ARISTIGUIETA
Vice-President/Secretary/Director: LUIS ARISTIGUIETA
8205 LAKE DRIVE # 102 MIAMI, FLORIDA 33166

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ARTICLE VII

The shares of Capital Stock of this corporation shall be issued to the following person(s):

Name	Address	Shares
LUIS ARISTIGUIETA	8205 LAKE DRIVE #102 MIAMI, FL. 33166	100%

ARTICLE VIII

The name and address of the incorporator and the address of the principal office is:

PATRICIA NAVIA
4315 NW 7TH STREET #40
MIAMI, FL. 33126

ARTICLE IX

The name and address of the initial registered agent is:

PATRICIA NAVIA
4315 NW 7TH STREET #40
MIAMI, FL. 33126

Dated: July 3, 2001

Patricia Navia
Incorporator

Patricia Navia
Initial Registered Agent

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CERTIFICATE OF DESIGNATION- 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 is: NETCELL II, INC.
2. The name and address of the registered office is:

PATRICIA NAVIA
4315 NW 7th STREET #40
MIAMI, FL. 33126

Signature: Patricia Navia
Title: Incorporator
Date: July 3, 2001

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: Patricia Navia
Title: Registered Agent
Date: July 3, 2001

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