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

June 28th., 2001

Florida Department of State
Division of Corporations
P.O. Box 6237
Tallahassee, Fl., 32314

RE: REAL TIME MOBIL COMMUNICATIONS INC.

Dear Sir/Madam:

Enclose herewith please find for filing, original and return copy of the above referred corporation, together with my Trust Account check Number 1732 in the amount of \$78.75 to cover filing fees and certify copy.

Thank you for your attention to this matter.

Sincerely yours,

Pedro P. Llaguno
Pedro P. Llaguno

PPL/ e11

enc.

FILED
01 JUL -2 AM 10:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7-6-01
KAC

CERTIFICATE OF INCORPORATION
OF
REAL TIME MOBILE COMMUNICATIONS INC.

FILED
01 JUL -2 AM 10:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE ONE

The name of this business corporation shall be called: **Real Time Mobile Communications Inc.**

ARTICLE TWO
NATURE OF BUSINESS

The general nature of business or businesses to be transacted is: To sell, distribute and repair electronic and wireless communications equipment (cellular phones). Accessories for such merchandise shall also be sold and distributed.

This corporation may engage in any activity or business permitted under the laws of the United States of America and the laws of the State of Florida, including all of the above, but not limited to same.

ARTICLE THREE
TERM OF EXISTENCE

This Corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is:
UPON ACCEPTANCE BY THE SECRETARY OF STATE.

ARTICLE FOUR
CAPITAL STOCK

- A. Designation: The Stock of this corporation shall be known as common stock.
- B. Authorized: The maximum number of shares of common stock that this corporation may issue is: 10,000 SHARES
- C. Par Value: Each share of common stock shall have a par value of: ONE (1) DOLLAR.

D. Consideration: Shares of common stock may be issued in exchange for cash, real property, personal property, or mixed, labor or services rendered, or any combination of the foregoing. In absence of fraud in the transaction, the judgement of the Board of Directors as to the value of any such consideration shall be conclusive.

E. Non-Assessability: Each share of common stock shall be issued in exchange for consideration which is at least equal to the par value thereof, and shall be fully paid and non-assessable.

F. Voting Rights: Each share of common stock entitles the record holder thereof to one vote upon each proposal presented at meetings of the stockholders of the corporation.

G. Cumulative Voting: No holder of common stock shall be entitled to any right of cumulative voting.

H. Dividends: Record holders of common stock are entitled to receive their pro-rata share of any dividends that may be declared by the Board of Directors out of assets legally available for each purpose.

I. Liquidation Rights: Holders of common stock are entitled, in the event of liquidation or dissolution of this corporation, to receive their pro-rata share of any assets if this corporation remaining after payment of all debts and obligations.

ARTICLE FIVE MINIMUM CAPITAL

The amount of capital with which the corporation shall begin shall not be less than: TEN THOUSAND (10,000) DOLLARS.

ARTICLE SIX ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is: 1731 SW 12 Ave., Miami, Fl. 33129.

ARTICLE SEVEN

NUMBER OF DIRECTORS

This corporation shall have two (2) Directors initially, although the number of Directors may be increased or diminished from time to time by the stockholders but shall never be less than one.

ARTICLE EIGHT

FIRST BOARD OF DIRECTORS

PRESIDENT/ DIRECTOR: MICHAEL FERIA

1731 SW 12 AVE., MIAMI, FL. 33129

SECRETARY/ TREASURER/ DIRECTOR: MARCOS T. GARCIA

3282 SW 7 ST., MIAMI, FL. 33135

ARTICLE NINE

SUBSCRIBER ADDRESS

The office of the subscribers of these Article of Incorporation, the number of shares of stock they agree to take and the value of the consideration thereof is:

MICHAEL FERIA, 1731 SW 12 AVE., MIAMI, FL. 33129

5,000 SHARES AT \$1.00 PAR VALUE, TOTAL \$5,000.00, and

MARCOS T. GARCIA, 3282 SW 7 ST., MIAMI, FL. 33135

5,000 SHARES AT \$1.00 PAR VALUE, TOTAL \$5,000.00.

ARTICLE TEN

AMENDMENT

This Certificate of Incorporation may be amended in any manner consistent with the laws of the State of Florida.

ARTICLE ELEVEN


RESIDENT AGENT

The resident agent of this Corporation is: MICHAEL FERIA, 1731 SW 12 Ave., MIAMI, FL. 33129.

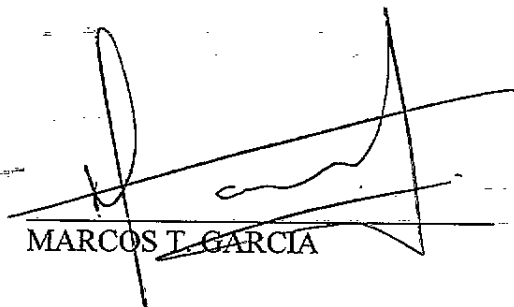
The Corporation may change its resident agent and principal office any time.

IN WITNESS WHEREOF, the undersigned subscribers do make, subscribe, acknowledge and file this Certificate of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida.

DATED: JUNE 27, 2001



MICHAEL FERIA



MARCOS T. GARCIA

STATE OF FLORIDA)

COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, personally appeared MICHAEL FERIA and MARCOS T. GARCIA, to me well known and known to be the individuals described herein, and who executed the foregoing Certificate of Incorporation, and who acknowledged before me that the same was executed for the purpose therein expressed.

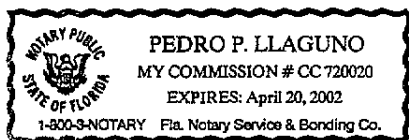
IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at the city of Miami, County of Miami-Dade, State of Florida, this 27th. day of June, 2001.


NOTARY PUBLIC, State of Florida

Printed Name

Pedro P. Llaguno

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICES OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with
said Act: **REAL TIME MOBILE COMMUNICATIONS INC.**

desiring to organize under the Laws of the State of Florida, with its principal office indicated in
the Articles of Incorporation, at the City of Miami, County of Miami-Dade, State of Florida, has
named:

MICHAEL FERIA
1731 SW 12 AVE.
MIAMI, FL. 33129

as its agent to accept service of process within this state.


DATED: JUNE 27th., 2001


MICHAEL FERIA, PRESIDENT

FILED
01 JUL -2 AM 10:03
SECRETARY OF STATE
TALLAHASSEE, FL 09101

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED
CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY
ACCEPT TO ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH THE
PROVISIONS OF THE SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.

DATED: JUNE 27th., 2001


MICHAEL FERIA