

ACCOUNT NO.: 07210000032

REFERENCE: 211102 7270666

AUTHORIZATION : Policia

COST LIMIT : \$ 70.00

ORDER DATE : July 5, 2001

ORDER TIME : 11:55 AM

ORDER NO. : 211102-005

CUSTOMER NO: 7270666

CUSTOMER: Douglas Bowdoin., Esq

Beusse, Brownlee, Bowdoin &

Wolter, P.A. Suite 2500

390 North Orange Avenue

Orlando, FL 32801

DOMESTIC FILTNG

NAME:

PLAIN CELL PHONES, 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: Betty Young - EXT. 1112

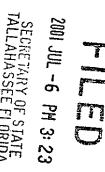
TXT. 1112: EXT. 1112: S. TXI S. S.

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MECEIVED

DEPARTMENT OF STATE

DIVISION OF CORPORATIONS



Articles of Incorporation

FILED

2001 JUL -6 PM 3: 23

The undersigned forms this corporation pursuant to Florida Statutes Chapter Y OF STATE TALLAHASSEE FLORIDA

- Article 1. The name of the corporation is Plain Cell Phones, Inc.
- Article 2. This corporation is formed for the purpose of transacting any and all lawful business, and shall have those powers generally conferred by Florida Statutes upon corporations organized for profit.
- Article 3. The principal place of business and post office address of the corporation is 390 North Orange Avenue, Suite 2500, Orlando, Florida 32801.
- Article 4. The corporation shall have \$1 million of capital stock, with each share having a par value of \$.01.
- Article 5. The initial directors of the corporation will be elected at the organizational meeting.
- Article 6. The name and street address of the registered agent is Douglas Bowdoin, whose address is 390 North Orange Avenue, Suite 2500, Orlando, Florida 32801.

Article 7. The name and address of the incorporator is Douglas Bowdoin, whose address is 390 North Orange Avenue, Suite 2500, Orlando, Florida 32801.

July 3, 2001 Date

Douglas Bowdoin, Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation at the place designated, I hereby accept the appointment as registered agent, and agree to act in such capacity. I am familiar with and accept the obligations of my position as registered agent.

Date 3 2001

Douglas Bowdoin