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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 205-0381

From: Account Name : WILLIAM J. STRANGE
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FLORIDA PROFIT CORPORATION OR P.A.

NEXCELL USA WIRELESS, INC.

Certificate of Status	1
Certified Copy	0
Page Count	01
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ARTICLE OF INCORPORATION
OF

NEXCELL USA WIRELESS, INC.

The undersigned Incorporator (s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt (s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

NEXCELL USA WIRELESS, INC.

The principal place of business of this corporation shall be:

4471 N.W. 36TH STREET STE # 201C
MIAMI SPRINGS, FLORIDA 33166

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact 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 aggregated number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is:

SHARES #	PAR VALUE	STOCK DESCRIPTION
100	\$1.00	Common Stock

ARTICLE IV TERM OF EXISTENCE

This corporation shall have perpetual existence.

WILLIAM J. STRANGE
9586 S.W. 6TH LANE - MIAMI, FL 33174
PHONE (305)223-0444
FAX (305)225-8698

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ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is (are):

BOARD OF DIRECTORS:

OFFICER'S TITLE	NAME	ADDRESS
Director:	Luisa Gonzalez	5112 N.W. 79 TH Ave.
	100% Ownership	Apt # 306 Miami, Florida 33166
Secretary:	Luisa Gonzalez	5112 N.W. 79 TH Ave.
	100% Ownership	Apt # 306 Miami, Florida 33166
Treasury:	Luisa Gonzalez	5112 N.W. 79 TH Ave.
	100% Ownership	Apt # 306 Miami, Florida 33166

WILLIAM J. STRANGE
9586 S.W. 6TH LANE - MIAMI, FL 33174
PHONE (305)223-0444
FAX (305)225-8698

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ARTICLE VI INCORPORATOR(S)

The name(s) and the street address(es) of the Incorporator(s) to this articles of incorporation is (are):

NAME

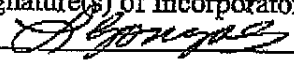
Luisa Gonzalez

ADDRESS

5112 N.W. 79TH Ave.
Apt # 306
Miami, Florida 33166

IN WITNESS WHEREOF, the undersigned Incorporator(s) has (have) executed these Articles of Incorporation this 19 day of September, 2001.

Signature(s) of Incorporator(s)



WILLIAM J. STRANGE
9586 S.W. 6TH LANE - MIAMI, FL 33174
PHONE (305)223-0444
FAX (305)225-8698

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the law of the State of Florida, submits the following statements in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

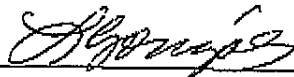
NEXCELL USA WIRELESS, INC.

2. The name and address of the registered agent and office is:

NAME
Luisa Gonzalez

ADDRESS
5112 N.W. 79TH Ave.
Apt # 306
Miami, Florida 33166

SIGNATURE



TITLE

Director

DATE

09/19/2001

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



DATE

09/19/2001

WILLIAM J. STRANGE
9586 S.W. 6TH LANE - MIAMI, FL 33174
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