

Division of Corporations

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Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

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To: Division of Corporations
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TALLAHASSEE FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

TELXCEL I INC.

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ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be :

TELXCEL I INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is :

3045 NORTH FEDERAL HIGHWAY SUITE 60

FT. LAUDERDALE, FL 33306

ARTICLE III PURPOSE

The purpose for which the corporation is organized is to engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE IV SHARES

The number of shares of stock is:

1000 COMMON SHARES PAR VALUE \$.10

ARTICLE V INITIAL OFFICERS / DIRECTORS (optional)

The name(s), address(es), and title(s) of the directors and officers is:

Director, President, Secretary, Treasurer :

GARY A. F. MURPHY

3045 MORTH FEDERAL HIGHWAY SUITE 60

FT. LAUDERDALE, FL 33306

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PAGE 2 TELXCEL I INC.

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TALLAHASSEE FLORIDA**ARTICLE VI REGISTERED AGENT**

The name and Florida street address of the registered agent is:

A1A CORPORATE SERVICES INC.
218 SOUTHERN COUNTRY LANE
QUINCY, FL 32351**ARTICLE VII INCORPORATOR**

The name and Florida street address of the incorporator is:

A1A CORPORATE SERVICES INC.
218 SOUTHERN COUNTRY LANE
QUINCY, FL 32351**ARTICLE VIII**

No director or officer of the corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director or officer, provided, however, that the foregoing clause shall not apply to any liability of a director or officer (I) for any breach of the director's or officer's duty of loyalty to the corporation or its shareholders, (II) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or (III) for any transaction from which the director or officer derived an improper personal benefit. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advancement of attorney's fees and expenses to any person who is or was an officer or director of the Corporation.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Paul Smith, Vice President
Signature / Registered Agent06-19-02
DatePaul Smith, Vice President
Signature/Incorporator06-19-02
Date

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