

YVON JOLY
ACCOUNTANT

P2000071026

June 21, 2002,
Secretary of State
Division of New Corporation
P. O. BOX 6327
Tallahassee, Florida 32314

Re: WORLDCELLULAR CORP.
Enclosed please find two copies of Articles of Incorporation
For the above named corporation.

Also enclosed is a check in the amount of \$122.50 covering
Resident Agent Fee, Charter Fee, Filing Fee, and Certified copy.

Please mail Certified Copy and any other necessary papers to us
At 13200 SW 128th STREET STE# F-2, MIAMI, FL 33186.

Sincerely,


YVON JOLY

FILED STATE
CLERK OF CORPORATIONS
02 JUN 24 PM 2:15

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ARTICLES OF INCORPORATION
OF
WORLDCELLULAR CORP.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JUN 24 PM 2:15

- ONE: The name of the corporation is:
WORLDCELLULAR CORP.
- TWO: The duration of the corporation shall be perpetual.
- THREE: The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business permitted under the laws of the state of Florida.
- FOUR: The aggregate number of shares, which the corporation shall have authority to issue, is Five hundred (500) common shares with a par value of \$1.00.
- FIVE: The registered agent and the street address of the registered agent in the state of Florida is: The principal is the same. AHMAD A. HERZ
2904 NW 72nd AVE.
MIAMI, FL 33122
- SIX: The number of Directors constituting the initial Board of Directors is one (1) and the name of the person who is to serve, as the member is AHMAD A. HERZ.
- SEVEN: The name and address of the sole incorporator is
AHMAD A. HERZ
2904 NW 72nd AVE.
MIAMI, FL 33122

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

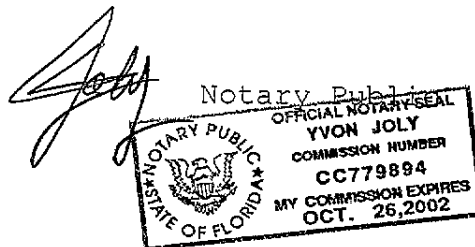


AHMAD A. HERZ

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

I HEREBY CERTIFY that on this day, before me, a Notary Public, authorized in the State and County aforesaid to take acknowledgements, personally appeared, GUERDA SAINT CYR To me known to be the person described as the subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 21 DAY OF JUNE 2002



I, the undersigned, hereby accept the appointment as Registered Agent of the above name corporation. I am familiar with, and accept the obligations of Section 607.325 of the Florida Statutes.



AHMAD A. HERZ