

**CORPORATE
ACCESS,
INC.**

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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7/8/02 *Alinda*

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File/ies

1.) *Fone Access USA Corp.*
(CORPORATE NAME & DOCUMENT #)

2.)
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3.)
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4.)
(CORPORATE NAME & DOCUMENT #)

5.)
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SPECIAL INSTRUCTIONS

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ARTICLES OF INCORPORATION

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

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ARTICLE I NAME

The name of the corporation shall be:

Fone Access USA Corp.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is:

5635 Oakmount Ave.
Fort Lauderdale, FL 33312

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

The distribution of cellular telephone equipment accessories

ARTICLE IV SHARES

The number of authorize shares of stock is:

100,000

ARTICLE V INITIAL OFFICERS/DIRECTORS (optional)

The name(s), address(es) and title(s):

David Houri, Director and President

ARTICLE VI REGISTERED AGENT

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

Paracorp Incorporated
236 East 6th Ave
Tallahassee, FL 32303

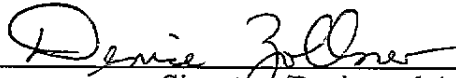
ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Gerard J. Soussan, Esq.
9595 Wilshire Blvd., Suite 502
Beverly Hills, CA 90212

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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



Signature/Registered Agent

Assistant Secretary for Paracorp

7/3/02
Date



Signature/Incorporator

July 2, 2002
Date