

TRANSMITTAL LETTER

P02000084666

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: PRE-PAID NATIONAL WIRELESS, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

800006896488--3
-08/05/02--01054--012
*****87.50 *****87.50

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00 Filing Fee
☐ \$78.75 Filing Fee & Certificate of Status

☐ \$78.75 Filing Fee & Certified Copy
☒ \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED

FROM: LIA ZIGHELBOIM
Name (Printed or typed)

2186 NW 87 AVE
Address

MIAMI FL 33172
City, State & Zip

(305) 640-3060
Daytime Telephone number

2002 AUG -5 AM 9:30
DEPT. OF STATE
TALLAHASSEE, FLORIDA

FILED

NOTE: Please provide the original and one copy of the articles.

08-06-02

ARTICLES OF INCORPORATION OF:

Pre-Paid National Wireless, Inc.

- * The undersigned, acting as incorporator of a Corporation under Florida General Corporation Act, adopts the following Articles of Incorporation for such Corporation

ARTICLE I - Name

The name of the Corporation shall be:

Pre-Paid National Wireless, Inc.

ARTICLE II - Principal Office

The principal place of business and street shall be:

2186 NW 87 Ave
Miami, Florida. 33172

ARTICLE III - The duration of the corporation

The period of the corporation is perpetual.

ARTICLE IV - The purpose of the corporation

The corporation is created for the purpose of engaging in any and all things allowed and permitted to be done under the statutes of the State of Florida, and to do any and all of things hereinafter mentioned as fully and to the same extent as natural persons might or could do, to wit:

Generally, to make and perform contracts of any kind and description, and for the purpose of attaining any of the objects of the corporation, to do and perform any other acts or thing, and to exercise any and all powers which a co-partnership or natural person could do any exercise, and which are now, or hereafter may be authorized by law, and generally do and perform any and all things necessary or incidental to the performing or carrying out of the powers here in above specifically delegated or implied

ARTICLE V - Shares

Authorized Shares: NUMBER – The aggregate number of share that the corporation shall have the authority to issue is One Hundred (100) share of capital Stock With a par value of One (\$1.00) Dollar per share.

INITIAL ISSUE – One Hundred (100) shares of the capital stock of the corporation shall be issued for cash at a par value of One (\$1.00) dollar per share.

DIVIDENDS – The Holders of the outstanding capital stock shall be entitled to received, when and as declared by the Shareholders, dividends payable either in cash, in property, or in share of the capital stock of the corporation.

ARTICLE VI - Initial Registered Agent

The name and address of the initial registered agent is

Lia Zighelboim
2186 NW 87 Ave
Miami, Fl. 33172

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TALLAHASSEE, FLORIDA

ARTICLE VII - Incorporators

The Corporation shall have one (1) director initially. The number of director may be increased from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial director is

Lia Zighelboim
2186 NW 87 Ave
Miami, Florida 33172

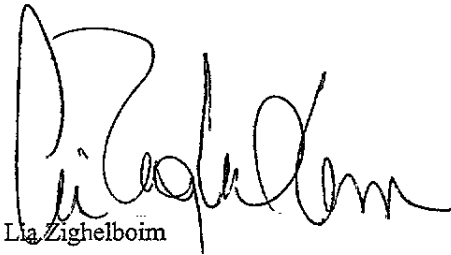
ARTICLE VIII - By laws

The power to adopt, alter amend, repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaws adopted by the shareholders, if the shareholders specifically provide that the bylaws is not subject to amendment or repeal by the directors.

ARTICLE IX - Amendments

The corporations reserve the right to amend, alter, change or repeal any provision in these Articles of Incorporation in the prescribed by law, and all rights conferred on the shareholders are subjects to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholder's meeting by the majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 2nd day of August, 2002



Lia Zighelboim

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT / REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAW OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE / REGISTERED AGENT, IN THE STATE OF FLORIDA.

1 – The name of the Corporation is:

Pre-Paid National Wireless, Inc.

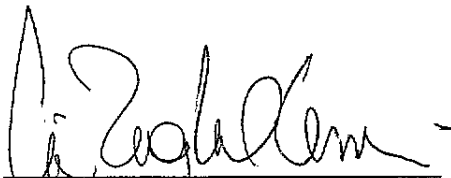
2 – The name and address of the registered agent and office is:

Lia Zighelboim
2186 NW 87 Ave
Miami, FL 33172

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Dated: Aug 2, 2002



Lia Zighelboim