

08-09-02

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From: Law Offices/Florida Title Professionals

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LAW OFFICES OF
GOMEZ & ASSOCIATES P.A.

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August 7, 2002

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*****78.75 *****78.75

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

RE: *Articles of Incorporation of WITHOUT WIRES COMMUNICATIONS, INC.*

Dear Sir or Madam:

Enclosed please find a check in the amount of \$78.75 for the enclosed Articles of Incorporation for WITHOUT WIRES COMMUNICATION, INC. Please send a stamped certified copy of the Articles to **Jose Gomez, Esquire, 15500 New Barn Road, Suite 105, Miami Lakes, Florida 33014.**

Should you have any questions or concerns, please contact the undersigned.

Very truly yours,


Jose Gomez, Esquire
for the Firm

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 AUG 12 AM 8:34

8-15-02
100

ARTICLES OF INCORPORATION
OF
WITHOUT WIRES COMMUNICATIONS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 AUG 12 AM 8:35

The undersigned incorporator to these Articles of Incorporation, by these articles form a corporation for profit, pursuant to the

Laws of the State of Florida.

FIRST: The name of the corporation is **WITHOUT WIRES COMMUNICATIONS, INC.**

SECOND: The period of duration of the corporation is perpetual.

THIRD: The purpose of this business is to engage in wireless communication equipment, and other and all legitimate purposes.

FOURTH: The aggregate number of shares of Capital Stock which the Corporation has authority to issue is 100 (One Hundred), all of which shall be one class of common stock having a par value of \$1.00 per share.

FIFTH: The address of its initial registered office is 15500 NEW BARN ROAD, SUITE 105, MIAMI LAKES, FLORIDA 33014 and the name of the initial registered agent is JOSE GOMEZ.

SIXTH: The initial board of directors will consist of two officers, the Chief Executive Officer (CEO) whose name and address is TAMARA VOHS, whose address is 12955 BISCAYNE BOULEVARD, SUITE 200, NORTH MIAMI BEACH, FLORIDA 33181, and the Chief Information Officer (CIO) is KIMBERLY MARCHENA, whose address is 12955 BISCAYNE BOULEVARD, SUITE 200, NORTH MIAMI BEACH, FLORIDA 33181.

SEVENTH: The name and address of the incorporator is KIMBERLY MARCHENA, whose address is 12955 BISCAYNE BOULEVARD, SUITE 200, NORTH MIAMI BEACH, FLORIDA 33181.

EIGHTH: Preemptive Rights shall be as follows: The shareholder of stock of this Corporation shall be entitled to full preemptive right to purchase unissued or treasury stock of the corporation convertible into or carrying a right to subscribe to acquire shares of any such unissued or treasury stock.

NINTH: The initial street address of the principle office of the Corporation in the State of Florida 12955 BISCAYNE BOULEVARD, SUITE 200, NORTH MIAMI BEACH, FLORIDA 33181.

TENTH: The Corporation shall indemnify Incorporators, Officers and Directors to the full extent permitted by law.


ELEVENTH: a. The Corporation adopts all contracts made on its behalf by the before-mentioned incorporator.

b. The Corporation authorizes its director to reimburse the before-mentioned incorporator for any and all expenses incurred on behalf of the Corporation, prior to its incorporation and for any and all expenses incurred in the organization and formation of the Corporation.

c. The directors of this Corporation shall have the sole discretion to determine the expenses for which the before-mentioned incorporator shall be reimbursed.

TWELFTH: The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment to the Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation of **WITHOUT WIRES COMMUNICATIONS, INC.**, this 9 day of AUGUST, 2002.


KIMBERLY MARCHENA
INCORPORATOR

STATE OF FLORIDA:

:SS

COUNTY OF MIAMI-DADE :

ON THIS 9 day of AUGUST, 2002, before me, a notary public duly authorized in the State of Florida, County of Miami-Dade, personally appeared **KIMBERLY MARCHENA**, known to me to be the person described and who subscribed the above Articles of Incorporation, and who acknowledged that she executed the Articles of Incorporation for the purpose contained herein.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the day and year aforesaid.

My Commission expires:


NOTARY PUBLIC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
02 AUG 12 AM 8:35

**CERTIFICATE DESIGNATING THE ADDRESS
AND AGENT UPON WHOM PROCESS MAY BE SERVED**

WITHOUT WIRES COMMUNICATION, INC., desiring to organize as a Corporation for Profit under the laws of the State of Florida, which will have its principal office in Florida, has named **JOSE LUIS GOMEZ, ESQ.**, located at 15500 NEW BARN ROAD, SUITE 105, MIAMI LAKES, COUNTY OF MIAMI-DADE, STATE OF FLORIDA, 33014, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above- described corporation, at the place designated in this certificate, I agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I specifically accept the duties and obligations prescribed by Section 607.325, Florida Statutes.


JOSE LUIS GOMEZ, ESQ.
REGISTERED AGENT

8/7/02
DATED

STATE OF FLORIDA:

:SS

COUNTY OF MIAMI-DADE :

SWORN TO AND SUBSCRIBED this 7 day of AUGUST, 2002.


NOTARY PUBLIC/DATE

