FILED SECRETARY OF STATE TALLAHASSEE, FLORIDA

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Reel Works, Inc. 7501 Cumberland Rd. #24 Largo, FL 33777

P0200092519

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

August 19, 2002

800007341708--3 -08/26/02--01066--004 *****70.00 *****70.00

Dear Division of Corporations:

Bernie Sa In

Enclosed please find Articles of Incorporations for Reel Works, Inc. along with a check to include the \$35.00 filing fee, \$35.00 designation of registered agent, a total of \$70.00.

Also enclosed is a copy of the Articles. Please return this to me with filing date stamped on it.

Thank you,

Bernie Sanders

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Articles of Incorporation

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Article 1. The name of corporation is Reel Works, Inc.

Article 2. The principal place of business is 7501 Cumberland Rd. #24, Largo, FL 33777

Article 3. The nature of business shall be to carry on the business of reconditioning and marketing products and other items related to the wireless and cable industry.

Article 4. The maximum number of shares that the corporation is authorized to have at any one time shall be 1,000 shares of \$1.00 per share value, capital stock all of one kind only, and having equal voting rights, without priority, preference or restrictions.

Article 5. The names and addresses of the corporation officers:

President
Thomas Plante
7204 Merick Dr.
Peachtree City, Georgia 30269

Secretary - Treasurer Bernard R. Sanders 7501 Cumberland Rd. #24 Largo, FL 33777

Article 6. The name of the registered agent is Bernard R. Sanders whose address is 7501 Cumberland Rd. #24, Largo, FL 33777.

Article 7. The name of the incorporator is Bernard R. Sanders whose address is 7501 Cumberland Rd. #24, Largo, FL 33777

Signature/Registered Agent

ngnature/Register of Agent

Signature/Incorporator

8-22-2002 Date

8-27-2002 Date