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| (Requestor's Name) | _ | |
|---|-------------|--|
| | | |
| ——— DAVID PRANCKEVICIUS | s — | |
| 7250 NW 31 ST | | |
| MIAMI, FL 33122 | | |
| (Address) | | |
| , , | | |
| | | |
| (City/State/Zip/Phone #) | ··· | |
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| (Business Entity Name) | | |
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| Certified Copies Certificates of S | tatus | |
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ARTICLES OF INCORPORATION

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OF

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ARTICLE I – Name

SECHETHER STATE TALLAHASSEE, FLORIDA

The name of this corporation is:

PHONEYWAY, CORP.

ARTICLE II – Nature of Business

This corporation may engage in any activity or business permitted under the laws of United States and of this State.

ARTICLE III - Capital Stock

The maximum of shares of stock that this corporation is authorized to have outstanding at any time is seven thousand five hundred (7,500) shares of common stock, each share having a par value of ONE DOLLAR (\$1.00).

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - Term of Existence

This Corporation shall have perpetual existence.

ARTICLE V - Initial Registered Office & Agent

| T | This principal office or the mailing address of the corporation is: | |
|----------|--|--|
| | PHONEYWAY, CORP. | |
| <u> </u> | 7250 N.W. 31 STREET MIAMI, FLORIDA 33122 | |
| Т | The name and street address of the Initial Registered Agent of this Corporation is: | |
| | JOSE A. PEREZ | |
| | The state of the s | |

329 EAST 9TH STREET SUITE 201 HIALEAH, FLORIDA 33010

ARTICLE VI - Initial Board of Directors

This corporation shall have 2 directors initially. The number of directors may be either increased or diminished from time from time to time by the bylaws but shall never be less than 2. The names and addresses of the initial directors of this corporation are:

DAVID PRANCKEVICIUS 7250 N.W. 31 STREET MIAMI, FLORIDA 33122

DANIEL PRANCKEVICIUS 7250 N.W. 31 STREET MIAMI, FLORIDA 33122

All of the said directors are of full age and at least one of them is a citizen of the United States.

ARTICLE VII - Initial Officers

The name and post office addresses of the officers are as follows:

PRESIDENT:

DAVID PRANCKEVICIUS 7250 N.W. 31 STREET MIAMI, FLORIDA 33122

SECRETARY:

DANIEL PRANCKEVICIUS 7250 N.W. 31 STREET MIAMI, FLORIDA 33122

TREASURY:

DANIEL PRANCKEVICIUS 7250 N.W. 31 STREET MIAMI, FLORIDA 33122

ARTICLE VIII - Incorporator

The name and address of the person signing these articles is:

DAVID PRANCKEVICIUS 7250 N.W. 31 STREET MIAMI, FLORIDA 33122

ARTICLE IX - Distribution

The name and post office addresses of each subscriber of this Article of Incorporation, and the number of shares of stock which each agrees to take and the sums subscribed to and paid are as follows:

| NAME | ADDRESS | SHARES |
|----------------------|---|--------|
| DAVID PRANCKEVICIUS | 7250 N.W. 31 STREET MIAMI, FL. 33122 | 250 |
| DANIEL PRANCKEVICIUS | 7250 N.W. 31 STREET MIAMI, FL. 33122 | 250 |

ARTICLE X – Effective Date

These Article of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE XI - Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

| IN WITNESS WHEREOF, the undersigned subscriber | has executed these Articles of | |
|---|----------------------------------|---|
| Incorporation this 10, day of march | , 2004. | * 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 |
| | Anantican | - |
| STATE OF FLORIDA) SS | | |
| COUNTY OF DADE) | | |
| BEFORE ME, A Notary Public authorized to take acknown | wledgements in the State and C | ounty set |
| forth above, personally appeared | | |
| DAVID PRANCKEVICIUS | | |
| known to me and known by me to be the person who executed | the foregoing Articles of Incorp | oration. |
| IN WITNESS WHEREOF, I have hereunto set my hand | and affixed my official seal, in | the States |
| and County aforesaid, thisday of | Jarah, 2004. | |
| | | |

Myriam C. Perez

Commission # DD122773

Expires July 6, 2006

Bonded Thru

Atlantic Bonding Co. Inc.

Notary Public, State of Florida at Large CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE

OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48,091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

| FIRST—THAT PHONEWAY, CORP. (NAME OF CORPORATION) |
|---|
| (NAME OF CORTORATION) |
| DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAW OF THE STATE OF FLORIDA, |
| WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF MIAMI |
| (CITY) |
| STATE OF FLORIDA , HAS NAME JOSE A. PEREZ |
| STATE OF FLORIDA , HAS NAME JOSE A. PEREZ (NAME OF RESIDENT AGENT) |
| LOCATED AT 329 EAST 9 TH STREET SUITE 201 HIALEAH, FLORIDA 33010 |
| (STREET ADDRESS AND NUMBER OF BUILDING, |
| POST OFFICE BOX ADDRESSES ARE NOT ACCEPTABLE) |
| CITY OF HIALEAH, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT |
| SERVICE OF PROCESS WITHIN FLORIDA, |
| SIGNATURE Stanfactor |
| (CORPORATE OFFICER) |
| TITLE PRESIDENT |
| DATE 03-10-2004 |
| HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMACE OF MY DUTIES. |
| SIGNATURE |
| (RESIDENT\AGENT) |
| (10000 Mil hopeil) |