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TALLAHASSEE, FLORIDA

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· CAPITAL CONNECTION, INC.

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ARTICLES OF INCORPORATION

FILED

OF

Advanced Cellular Solutions, Inc.

7004 APR -9 ₱ 12: 44°

SECRETARY OF STATE TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

Article I

The name of the corporation is: **Advanced Cellular Solutions, Inc.** The principal place of business of this corporation shall be 2499 Old Lake Mary Road, Suite 132, Sanford, FL 32771.

Article II

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other State, or country.

Article III

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 8,000 shares of common stock having a par value of \$1.00 per share.

Article IV

The street address of the initial registered office shall be 2499 Old Lake Mary Road, Suite 132, Sanford, FL 32771 and the name of the initial registered agent of the corporation at that address is Ted Tomaras.

Article V

The corporation is to exist perpetually.

Article VI

This corporation shall have four (4) Directors initially. The number of Directors may be either increased or diminished from time to time as permitted by the By-Laws, but shall never be less than one (1). The names and addresses of the Initial Directors are: Ted Tomaras, Warren Bowers, Fred Hill & Douglas Lapkoff, all at 2499 Old Lake Mary Road, Suite 132, Sanford, FL 32771.

Article VII

The initial officers of the corporation are as follows: Ted Tomaras, President, Warren Bowers, Vice-President, Fred Hill, Treasurer, and Douglas Kapkoff, Secretary, all at 2499 Old Lake Mary Road, Suite 132, Sanford, FL 32771.

Article VIII

The name and street address of the subscriber of these Articles of Incorporation is: Ted Tomaras, 2499 Old Lake Mary Road, Suite 132, Sanford, FL 32771.

Article IX

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

STATE of FLORIDA COUNTY OF <u>SEMINOGE</u>

BEFORE ME, the undersigned authority, personally appeared Ted Tomaras, who is personally known to me who produced identification of an and who executed the foregoing "Articles of Incorporation", and acknowledged before me, according to law, that he made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF,

I have set my hand and seal on this got day of Aperc, A.D., 2004.

Notary Public, State of Florida

AT LARGE

My Commission Expires: (N.P.Seal)

SHELLEY WINDRIM Notary Public, State of Florida My comm. exp. July 11, 2004

Comm. No. DD 065433

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named corporation at a place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and agree to comply with the provisions of law relative to the proper and complete performance of my duties.

Ted Tomaras, Resident Agent

Article X

This corporation reserves the right to amend or repeal any provision contained in these Articles, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

Article XI

This By-Laws of the corporation may be amended by majority vote of either the directors or the shareholders.

IN WITNESS WHEREOF,

the undersigned has set his hand and seal on this the 2th day of APRIL 2004.