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To: Division of Corporations
Fax Number : (850)205-0381

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

FLORIDA PROFIT CORPORATION OR P.A.

ZONE INTERNATIONAL MIAMI, INC.

Certificate of Status	0
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Handwritten: 5/21/04
5/20/04 2:26 PM

FILED
04 MAY 29 PM 9:30
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

Zone International Miami, Inc.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby subscribes and forms a corporation for profit under the Laws of Florida.

ARTICLE I - NAME

The name of this corporation is:

Zone International Miami, Inc.

ARTICLE II - NATURE OF BUSINESS

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

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Million (1,000,000) shares of Common Stock.

ARTICLE IV - INITIAL CAPITAL

The amount of the capital with which this corporation shall begin business is One Thousand Dollars (\$1,000.00).

ARTICLE V - CORPORATE EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - ADDRESS

The initial street address of the principal office of this corporation in the State of Florida is 5425 N.W. 82nd Avenue, Miami, Florida 33166

Prepared By: Martin Scheinkman, CPA

18 NE 2ND Avenue
Dania, FL 33004

ARTICLE VII - MANAGEMENT

The business of the corporation shall be managed by the
Stockholders of the corporation rather than by a Board of Directors.

ARTICLE VIII - SUBSCRIBER

The name and address of the initial subscriber to these Articles of
Incorporation and the number of shares outstanding are:

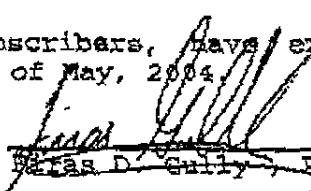
<u>Name and Address</u>	<u>Shares</u>
Firas D. Gully 5425 N.W. 82 ND Avenue Miami, FL 33166	1000

OFFICERS

The name and address of the officers of this corporation are as
follows:

Firas D. Gully 5425 N.W. 82 ND Avenue Miami, FL 33166	President & Treasurer
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IN WITNESS WHEREOF, We, the subscribers, have executed these
Articles of Incorporation this 20 day of May, 2004.

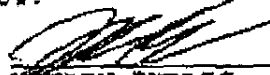

Firas D. Gully, PRESIDENT &
Treasurer

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared Firas D. Gully, to me well known and known by me to be the individuals described in and whom executed the foregoing Articles of Incorporation, and they has acknowledged before me that they executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have herunto affixed my hand and official seal this 20 day of March, 2004.





NOTARY PUBLIC
Martin A. Scheinman
PRINTED NAME OF NOTARY PUBLIC

My commission expires: 8/18/05

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST--THAT CORPORATE BUSINESS RELATIONS, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF FT. LAUDERDALE, STATE OF FLORIDA, HAS NAMED FIRAS D. GULLY, 5425 NW 82ND AVENUE, MIAMI, FL 33166, AS ITS RESIDENT AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE *Firas Gully*
~~(CORPORATE OFFICER)~~
TITLE President
DATE 5-20-04

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED ORGANIZATION, 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 PERFORMANCE OF MY DUTIES.

SIGNATURE *Firas Gully*
~~STAS D. GULLY, REGISTERED AGENT~~
DATE 5-20-04

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04 MAY 20 AM 9:30
TALLAHASSEE, FLORIDA