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CORPORATION(S) NAME

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FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

December 6, 2004

EMPIRE

SUBJECT: CELL TOUCH, INC. Ref. Number: W04000044361

We have received your document for CELL TOUCH, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

An effective date <u>may</u> be added to the Articles of Incorporation <u>if a 2005 date is needed</u>, otherwise the date of receipt will be the file date. <u>A separate article must be added to the Articles of Incorporation for the effective date.</u>

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6878.

Alan Crum Document Specialist New Filings Section

Letter Number: 204A00068118

ARTICLES OF INCORPORATION

OF

CELL TOUCH USA, INC. ARTICLE I. NAME

The name of this corporation is CELL TOUCH USA, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal office address of this corporation is:

3291 West Sunrise Blvd., Ft Lauderdale, Fl 33311 and its mailing address is

CELL TOUCH, INC, 21371 Millbrook court, Boca Raton, Fl 33498.

ARTICLE III. TERM OF EXISTENCE

The corporation shall have perpetual existence starting on the date these articles of incorporation are filed with the Florida Department of State.

ARTICLE IV. GENERAL PURPOSE AND NATURE OF CORPORATION

The general purpose for which this corporation is being initially organized is for the transaction of any and all lawful business for which corporations shall transact under Chapter 607, Florida General Corporation Act.

The specific nature of the business is to import, export electronic equipment, including Cellular Phones, for distribution throughout the United States and the Caribbean.

ARTICLE V. CAPITAL STOCK

The capital stock of the corporation shall be 1,000 shares of common stock without par value.

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SECKETARA EL SIATE

ARTICLE VI. REGISTRERED OFFICE AND AGENT

The address of the initial registered office of this corporation is 2711 North Andrews Avenue, Wilton Manors, Florida 33311. The name of the initial registered agent at that address is Georgy Roc.

ARTICLE VII. SUBCRIBER

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

Name

Address

ASHMED ALI

21371 Millbrook Court Boca Raton, Fl 33498

ARTICLE VIII. DIRECTIONS/OFFICERS

The initial officers are as follows:

President / Secretary / Treasurer

ASHMEED ALI

ARTICLE IX. AMENDMENT

The corporation reserves the right to amend or appeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 8th day of October, 2004.

ASHMEED ALI

CERTIFICATE AND KNOWLEDGEMENT OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT OF

(Name of Corporation)

CELL TOUCH USA, INC.

<u>.</u>....

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SECRETARY OF STATE
SECRETARY OF STATE

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its

Registered office as indicated in the Articles of Incorporation

at	2711 North Andrews Avenue		
	Wilton Manors, FL 33311		
has named	Georgy Roc		
located at the aforesa	d address, as its Registered Agent to accept service of proces	ss this	
ctate			

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for the above corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

(Registered Agent)