

**Electronic Articles of Incorporation
For**

P05000024891
FILED
February 16, 2005
Sec. Of State
jshivers

SMARTCELL USA, INC

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

SMARTCELL USA, INC

Article II

The principal place of business address:

2033 WEST 73 STRET
HIALEAH, FL. US 33016

The mailing address of the corporation is:

2033 WEST 73 STRET
HIALEAH, FL. US 33016

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

HENRY BARNABEI
2033 WEST 73 STREET
HIALEAH, FL. 33016

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: HENRY BARNABEI

Article VI

The name and address of the incorporator is:

ALONSO & GARCIA, PA
300 SEVILLA AVENUE
SUITE 201
CORAL GABLES, FL 33134

Incorporator Signature: DOMINGO ALONSO

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
HENRY BARNABEI
2033 WEST 73 STREET
HIALEAH, FL. 33016 US

Article VIII

The effective date for this corporation shall be:

02/15/2005