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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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\* Certified Business Bankruptcy  
Specialist and Member of Florida  
and New Jersey Bar

**KOSTO & ROTELLA, P.A.**  
ATTORNEYS AT LAW  
www.kostoandrotella.com

Reply to:

ORLANDO

Date: July 18, 2005

Orlando Office:  
619 East Washington Street  
Post Office Box 113  
Orlando, Florida 32802  
407/425-3456  
Fax 407/423-9002

Jacksonville Office:  
Suite 1028-Blackstone Building  
233 East Bay Street  
Post Office Box 4759  
Jacksonville, Florida 32201  
904/358-7483  
Fax 904/354-3567

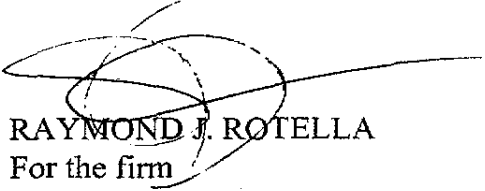
Secretary of State  
State of Fla.  
Division of Corporations  
Tallahassee, Fl

Re: Higher Connection, Inc.

Gentlemen:

Enclosed you will please find the original and a copy of the Articles of Incorporation for the above entity, Certificate designating registered agent, and our check for \$78.75. Please furnish us with a copy after same have been filed.

Very truly yours,

  
RAYMOND J. ROTELLA  
For the firm

RJR:dm  
Enclosures

**ARTICLES OF INCORPORATION**  
**OF**  
**HIGHER CONNECTION, INC.**

STATE OF FLORIDA  
COUNTY OF ORANGE

FILED  
05 JUL 28 AM 9:13  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under and by virtue of the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges, and immunities of a corporation for profit.

**ARTICLE I**

The name of the corporation shall be:  
HIGHER CONNECTION, INC.

**ARTICLE II**

The objects and purposes of the corporation and the general nature of the business or businesses to be transacted shall be as follows:

1. To engage in the business of retail sales of phone and accessories.
2. To engage in all other lawful businesses.
3. To make and enter into all contracts necessary and proper for the conduct of its business or businesses.
4. To borrow money of any person, firm or corporation, to issue bonds, debentures, or obligations of this corporation from time to time for any of the object or purposes of the corporation and to secure same by mortgage, pledge or by any other lawful means.
5. To have offices, conduct its business and promote its objects within or without the State of Florida, in other states, the District of Columbia, the territories and possessions of the United States, and in foreign countries without restriction as to place or amount.
6. To do any and all things necessary, suitable and proper for the accomplishment of any of the purposes or for the attainment of any of the objects or for the exercise of any of the powers herein set forth, whether herein specified or not, either along or in

connection with other firms, individuals or corporations, whether in the State of Florida or throughout the United States or elsewhere, and to do any other act or acts, thing or things incidental or pertinent to or connected with the businesses hereinbefore described, or any part or parts thereof, if not inconsistent with the Laws of the State of Florida.

7. In general, this corporation shall have and exercise all the powers conferred by the Laws of the State of Florida upon corporations for profit. It is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner such general powers.

### **ARTICLE III**

The corporation shall have perpetual existence.

### **ARTICLE IV**

The address of the principal office of the corporation shall be 7737 Jaffa Drive, Orlando, Florida 32835.

### **ARTICLE V**

The capital stock of the corporation shall consist of 7,500 shares of common stock with a \$1.00 par value.

### **ARTICLE VI**

The amount of capital with which the corporation shall commence business shall not be less than \$500.

### **ARTICLE VII**

The business of the corporation shall be conducted by a Board of not less than one director. The name and post office address of the first director(s) is/are as follows:

Nancy Sardelli  
7737 Jaffa Drive  
Orlando, Florida 32835

Hector Herrera  
1900 Triunfo Circle  
Kissimmee, Florida 34744

### **ARTICLE VIII**

The officers of the corporation shall be a President, one or more Vice Presidents,

a Secretary and a Treasurer. The number of Vice Presidents may be fixed and determined by the Board of Directors from time to time. Until the first meeting of the Board of Directors or until their successors are elected and have qualified, the following shall be the officers of the corporation:

President: Nancy Sardelli

Vice President: Hector Herrera

Secretary: Nancy Sardelli

Treasurer: Nancy Sardelli

#### **ARTICLE IX**

The annual meeting of the stockholders shall be held on the fifteenth day of July of each year, or at such other time as may be fixed by the By-Laws, at which time the Board of Directors shall be elected and such other business as may properly come before the meeting may be considered and transacted.

The officers of the corporation shall be elected annually by the Board of Directors at a meeting of the Board of Directors to be held annually immediately following the annual stockholders' meeting.

The time, place and manner of calling meetings of the stockholders or directors shall be fixed by the By-Laws of the corporation. The Board of Directors may provide for the election of and prescribe the duties of such other officers and agents as the Board may deem advisable and proper, and may take such action not inconsistent with the Articles of Incorporation, and the By-Laws of the corporation and the Laws of the State of Florida, as such Board may deem advisable for the conduct and operation of the business of the corporation.

The Board of Directors shall appoint a resident agent as required by the Laws of the State of Florida.

#### **ARTICLE X**

The highest amount of liability to which this corporation can, at any time, subject itself, shall be unlimited.

#### **ARTICLE XI**

A special meeting of the subscribers or their assigns shall be held, upon the call of the President, for the purpose of completing the organization of the corporation and the adoption of the By-Laws and the transaction of such other business as may be desired.

**ARTICLE XII**

The corporation shall indemnify any officers, agents, or directors who may be sued because of their actions with the corporation, to the full extent.

IN WITNESS WHEREOF, we have hereunto set our hands and seals at Orlando, Florida, this 15<sup>th</sup> day of July, 2005.

Nancy Sardelli

Nancy Sardelli, Incorporator  
7737 Jaffa Drive  
Orlando, Florida 32835

Hector Herrera

Hector Herrera, Incorporator  
1900 Triunfo Circle  
Kissimmee, Florida 34744

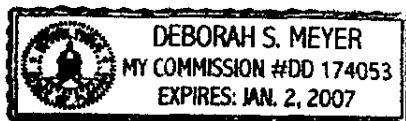
STATE OF FLORIDA  
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared NANCY SARDELLI, who after being first duly sworn, acknowledged before me that they signed the foregoing Articles of Incorporation for the uses and purposes therein expressed.

Sworn to and subscribed before me this 15<sup>th</sup> day of July, 2005.

Deborah S. Meyer  
Notary Public

My Commission Expires:



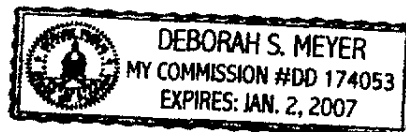
STATE OF FLORIDA  
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared HECTOR HERRERA, who after being first duly sworn, acknowledged before me that they signed the foregoing Articles of Incorporation for the uses and purposes therein expressed.

Sworn to and subscribed before me this 15<sup>th</sup> day of July, 2005.

Deborah S. Meyer  
Notary Public

My Commission Expires:



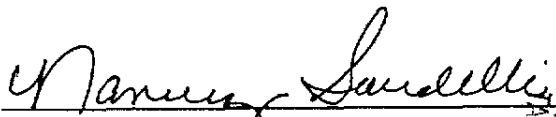
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST, that **HIGHER CONNECTION, INC.** seeking to organize under the Laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at City of Orlando, County of Orange, State of Florida, has named Nancy Sardelli, at 7737 Jaffa Dive, Orlando, Florida 32835 as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.

  
NANCY SARDELLI

05 JUL 28 AM 9:13  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA