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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CL. 12-16

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: STREAMTRAX CELLULAR TECHNOLOGIES, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM:

CHARLES JENEEN

Name (Printed or typed)

8470 CARAWAY COURT

Address

ORLANDO FL 32819-4350

City, State & Zip

407. 760. 6820

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

*ALL OF THIS IS
INCLUDED W/ THE
INCORPORATION PAPERS.*

ARTICLE I NAME

The name of the corporation shall be:

ARTICLE II PRINCIPAL OFFICE

The principal place of business/ mailing address is:

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

ARTICLE IV SHARES

The number of shares of stock is:

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

List name(s), address(es) and specific title(s):

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TALLAHASSEE, FLORIDA

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Charles R.

Signature/Registered Agent

Charles R.

Signature/Incorporator

12/5/05
Date

12/5/05
Date

**ARTICLES OF INCORPORATION
OF
STREAMTRAX CELLULAR TECHNOLOGIES, INC.
A FOR PROFIT FLORIDA CORPORATION**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
NAME**

The name of the corporation shall be StreamTraX Cellular Technologies, Inc.

**ARTICLE II
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be 401 Yelvington Avenue, Clearwater, Florida 33755 and the duration of the corporation's existence shall be perpetual.

**ARTICLE III
PURPOSE**

The purpose for which the corporation is organized is to engage in any lawful activity, within or without the State of Florida for educational, scientific and revenue producing purposes towards cell broadcasting within the mobile market.

**ARTICLE IV
SHARES OF STOCK**

1. **Number and Class.** The total number of voting common stock authorized that may be issued by the Corporation is SEVENTY-FIVE MILLION (75,000,000) shares of stock at \$0.001 par value. Said common shares may be issued by the Corporation from time to time for such consideration as may be fixed by the Board of Directors.

Notwithstanding the foregoing these Articles hereby vest the Board of Directors of the Corporation with the following authority: Preferred Stock may also be issued by the Corporation from time to time in one or more series and in such amounts as may be determined by the Board of Directors. The designations, voting rights, amounts of preference upon distribution of assets, rates of dividends, premiums of redemption, conversion rights and other variations, if any, the qualifications, limitations or restrictions thereof, if any, of the Preferred Stock, and of each series thereof, shall be such as are fixed by the Board of Directors, authority so to do being hereby expressly granted, and as are stated and expressed in a resolution or resolutions adopted by the Board of Directors providing for the issue of such series of Preferred Stock.

2. **No Preemptive Rights.** Unless otherwise determined by the Board of Directors, holders of the Stock of the Corporation shall not have any preference, preemptive right, or right of subscription to acquire any shares of the Corporation authorized, issued or sold, or to be authorized, issued or sold, and convertible into shares of the Corporation, nor to any right of subscription thereto.
3. **Non-Assessability of Shares.** The Shares of the Corporation, after the amount of the subscription price has been paid, in money, property or services, as the Directors shall determine, shall not be subject to assessment to pay the debts of the Corporation, nor for any other purpose, and no Stock issued as fully paid shall ever be assessable or assessed, and the Articles of Incorporation shall not be amended in the particular.

ARTICLE V MANNER OF ELECTION

1. The affairs of the corporation are to be managed initially by the Board of Directors of not less than one (1), and not more than seven (7) members, each of whom are eighteen (18) years of age or older. The manner in which the Directors are elected or appointed shall be on an annual basis, elected by the members of the corporation in accordance to the By-Laws that may be in existence from time to time.
2. The initial officers of the Corporation shall be the President, the Vice President, and the Secretary/Treasurer and such other officers as may be created from time-to-time by the Board of Directors. The officers shall be elected annually by the Board of Directors.
3. **Change in Number of Directors.** The number of Directors may be increased or decreased by a duly adopted amendment to the Bylaws of the Corporation.

ARTICLE VI INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

George Palelei
401 Yelvington Avenue
Clearwater, FL 33755

Director

ARTICLE VII BY-LAWS

The Directors, by majority vote, are authorized to establish By-Laws for the corporation not inconsistent with these Articles of Incorporation, and to amend same from time to time.

**ARTICLE VIII
DIRECTORS' AND OFFICERS' LIABILITY**

A Director or Officer of the Corporation shall not be personally liable to this Corporation or its Stockholders for damages for breach of fiduciary duty as a Director or Officer, but this Article shall not eliminate or limit the liability of a Director or Officer for (i) acts or omissions which involve intentional misconduct, fraud or a knowing violation of law or (ii) the unlawful payment of distributions. Any repeal or modification of the Article by the Stockholders of the Corporation shall be prospective only, and shall not adversely affect any limitation on the personal liability of a Director or Officer of the Corporation for acts or omissions prior to such repeal or modification.

**ARTICLE IX
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the registered agent is 8470 Caraway Court, Orlando, Florida 32819-4350 and the initial registered agent at that address is Charles S. Deneen.

**ARTICLE X
INCORPORATOR**

The name and address of the Incorporator is 8470 Caraway Court, Orlando, Florida 32819-4350 and the incorporator at that address is Charles S. Deneen.

**ARTICLE XI
INDEMNITY**

Every person who was or is a party to, or is threatened to be made a party to, or is involved in any action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he, or a person of whom he is the legal representative, is or was a Director or Officer of the Corporation, or is or was serving at the request of the Corporation as a Director or Officer of another Corporation, or as its representative in a partnership, joint venture, trust or other enterprise, shall be indemnified and held harmless to the fullest extent legally permissible under the laws of the State of Florida from time to time against all expenses, liability and loss (including attorneys' fees, judgments, fines and amounts paid or to be paid in settlement) reasonably incurred or suffered by him in connection therewith. Such right of indemnification shall be a contract right which may be enforced in any manner desired by such person. The expenses of Officers and Directors incurred in defending a civil or criminal action, suit or proceeding must be paid by the Corporation as they are incurred and in advance of the final disposition of the action, suit or proceeding, upon receipt of an undertaking by or on behalf of the Director or Officer to repay the amount if it is ultimately determined by a court of competent jurisdiction that he is not entitled to be indemnified by the Corporation. Such right of indemnification shall not be exclusive of any other right which such Directors, Officers, or representatives may have or hereafter acquire, and, without limiting the generality of such statement, they shall be entitled to their respective rights of indemnification under any bylaw, agreement, vote of Stockholders, provision of law, or otherwise, as well as their rights under this Article. Without limiting the application of the foregoing, the Stockholders or Board of

Directors may adopt bylaws from time to time with respect to indemnification, to provide at all times the fullest indemnification permitted by the laws of the State of Florida, and may cause the Corporation to purchase and maintain insurance on behalf of any person who is or was serving at the request of the Corporation as a Director or Officer of another Corporation, or as its representative in a partnership, joint venture, trust or other enterprise against any liability asserted such person and incurred in any such capacity or arising out of such status, whether or not the Corporation would have the power to indemnify such person. The indemnification provided in this Article shall continue as to a person who has ceased to be a Director, Officer, Employee or Agent, and shall inure to the benefit of the heirs, executors and administrators of such person.

ARTICLE XII POWERS OF DIRECTORS

In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to: (1) Subject to the Bylaws, if any, adopted by the Stockholders, to make, alter or repeal the Bylaws of the Corporation; (2) To authorize and cause to be executed mortgages and liens, with or without limit as to amount, upon the real and personal property of the Corporation; (3) To authorize the guaranty by the Corporation of securities, evidences of indebtedness and obligations of other persons, Corporation and business entities; (4) To set apart out of any of the funds of the Corporation available for distributions a reserve or reserves for any proper purpose and to abolish any such reserve; (5) By resolution, to designate one or more committees, each committee to consist of at least one Director of the Corporation, which to the extent provided in the resolution or in the Bylaws of the Corporation, shall have and may exercise the powers of the Board of Directors in the management of the business and affairs of the Corporation, and may authorize the seal of the Corporation to be affixed to all papers which may acquire it. Such committee or committees shall have such name or names as may be stated in the Bylaws of the Corporation or as may be determined from time to time by resolution adopted by the Board of Directors; and (6) To authorize the Corporation by its Officers or agents to exercise all such powers and to do all acts and things as may be exercised or done by the Corporation, except and to the extent that any such statute shall require action by the Stockholders of the Corporation with regard to the exercising of any such power or the doing of any such act or thing.

In addition to the powers and authorities hereinbefore or by statute expressly conferred upon them, the Board of Directors may exercise all such powers and do all such acts and things as may be exercised or done by the Corporation, except as otherwise provided herein and by law.

ARTICLE XIII AMENDMENTS TO ARTICLES OF INCORPORATION

Subject at all times to the express provisions of Section IV, 3 which cannot be amended, this corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation or its Bylaws, in the manner now or hereafter prescribed by statute or by these Articles of Incorporation or said Bylaws, and all rights conferred upon the Stockholders are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 1st day of December, 2005.



Charles S. Deneen

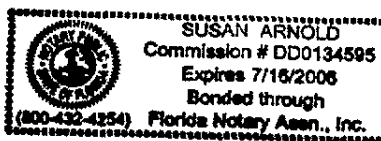
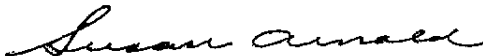
STATE OF FLORIDA

COUNTY OF PINEHILLS

BEFORE ME, the undersigned, a Notary Public authorized to take acknowledgements in the State and County aforesaid, personally appeared, CHARLES S. DENEEN, known to me and known to be the person who executed the foregoing Articles of Incorporation, and who is personally known to me or who has produced _____ as identification and who did take an oath.

WITNESS my hand and seal this 1st day of December, 2005.

NOTARY PUBLIC



My Commission Expires: 7-16-08

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, 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.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Charles S. Deneen

December 2005
Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA