

FD 7880108670

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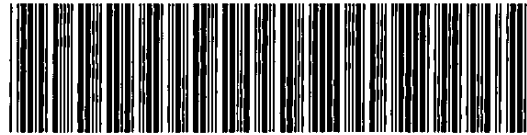
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10-2-01
2007

September 20, 2007

Florida Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

Subj: Incorporation of YOU TALK WIRELESS, INC.

Dear Sir or Madam:


Enclosed please find the following:

1. The original and one copy of the Articles of Incorporation for the subject corporation. Please certify one copy and return it to the undersigned.
2. My check in the amount of \$78.75 to cover the filing fee.
3. Designation of Resident Agent.

Kindly acknowledge filing of these Articles of Incorporation, in compliance with Florida law and return the certified copy of the Articles of Incorporation to the undersigned at Express L C L Services, Inc., 129 W. Hibiscus Blvd, Melbourne, FL 32901; (321) 729-6399

Thank you for your assistance in this matter.

Sincerely,



CALVITA (CANDY) GRAHAM

ARTICLES OF INCORPORATION
OF
YOU TALK WIRELESS, INC.

ARTICLE I. NAME

The name of this corporation is
YOU TALK WIRELESS, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of
transacting any or all lawful business.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of
\$1.00 par value common stock, which shall be designated
"common shares".

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new
stock of this corporation of the same kind, class or series
as that which he already holds, shall have the right to
purchase his pro rata share (as nearly as may be done without
issuance of fractional shares) at the price at which it is
offered to others.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 7610 Emerald Drive, W. Melbourne, Florida 32904, and the name of initial registered agent of this corporation at that address is CALVITA (CANDY) GRAHAM.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation are:

VINCENT MASSARO
198 Port Malabar Blvd.
Palm Bay FL 32905

ARTICLE VIII. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation is located at 1221 S. Patrick Dr. #109, Patrick AFB, Florida 32925, and the mailing address of the corporation is 198 Port Malabar Blvd., Palm Bay, Florida 32905.

ARTICLE IX. INCORPORATOR


The name and address of the person signing these articles are:

CALVITA (CANDY) GRAHAM
7610 Emerald Drive
W. Melbourne FL 32904

ARTICLE X. AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscriber has executed these articles of incorporation on this 26th day of September, 2007.



CALVITA (CANDY) GRAHAM

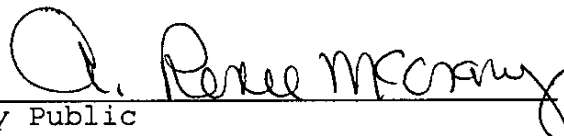
STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared CALVITA (CANDY) GRAHAM known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that she subscribed to those Articles of Incorporation.


WITNESS my hand and official seal in the County and State named above this 26th day of September, 2007.

FL/DL

Exp. 2-24-08



Notary Public

NOTARY PUBLIC-STATE OF FLORIDA
 A. Renee McCrary
Commission # DD428147
Expires: JUNE 25, 2009
Bonded Thru Atlantic Bonding Co., Inc.

DESIGNATION
AS
REGISTERED AGENT

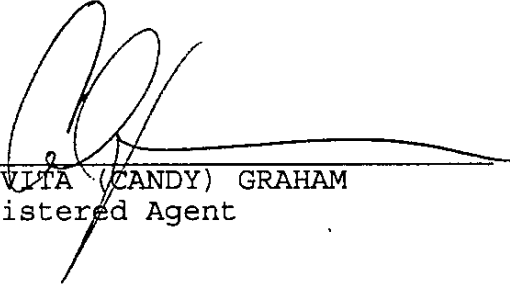
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Section 48.091, and Section 607.034, Florida Statutes, the following is submitted:

That YOU TALK WIRELESS, INC., desiring to organize under Statutes of the State of Florida, with its principal office at 1221 S. Patrick Drive #109, Patrick AFB, Florida 32925, has named CALVITA (CANDY) GRAHAM located at 7610 Emerald Drive, W. Melbourne, Florida 32904, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.


CALVITA (CANDY) GRAHAM
Registered Agent