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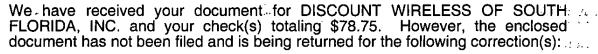
FLORIDA DEPARTMENT OF STATE Division of Corporations

January 11, 2008

EMPIRE

SUBJECT: DISCOUNT WIRELESS OF SOUTH FLORIDA, INC.

Ref. Number: W08000001704



- Please check the spelling of Ziyad's last name through out the document.
- The person designated as incorporator in the document and the person signing at as incorporator must be the same.

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

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ARTICLES OF INCORPORATION

SECRETARY OF STATE DIVISION OF CORPORATIONS

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OF

DISCOUNT WIRELESS OF SOUTH FLORIDA, INC.

THE UNDERSIGNED, for the purposes of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE ONE: The name of the corporation is Discount Wireless of South Florida, Inc.

ARTICLE TWO: The duration of the corporation is perpetual.

ARTICLE THREE: The general purpose for which the corporation is organized is to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any trade or business for any lawful purpose.

ARTICLE FOUR: The aggregate number of shares which the corporation is authorized to issue is One Hundred (100). Such shares shall be of single class, and shall have a par value of NO and 01/100 (\$0.01) DOLLAR(S) per share.

ARTICLE FIVE: The street address of the initial principal office of the corporation is 8625 Plum Cay West, West Palm Beach, Florida 33411, and the name of its initial registered agent is ZIYAD ABDEL QADER, whose address is 8625 Plum Cay, West Palm Beach, Florida 33411.

ARTICLE SIX: The number of directors constituting the initial board of directors of the corporation is two (2). The names and addresses of the persons who are to serve as members of the initial board of directors are:

ZIYAD ABDEL QADER

8625 Plum Cay

West Palm Beach, FL 33411

MOHAMMED ELEYAN

4540 Portofino Way, #302 West Palm Beach, FL 33409

ARTICLE SEVEN: The name and address of the incorporator is:

ZIYAD ABDEL QADER

8625 Plum Cay

West Palm Beach, FL 33411

ARTICLE EIGHT: The Articles of Incorporation may be amended in the manner provided by law.

EXECUTED by the undersigned at Wellington, Florida, this & day of January, 2008.

January, 2008.

STATE OF FLORIDA
) ss:

COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgments, personally appeared ZIYAD ABDEL QADER, who

is personally known to me, or
has produced ______ as identification
and who, being duly sworn, executed the foregoing instrument and acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 8th day of January, 2008.

(Notary Public Signature)

(Print Name)

My Commission Expires: My Commission No. is:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

THAT **DISCOUNT WIRELESS OF SOUTH FLORIDA, INC.**, DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS AT WEST PALM BEACH, STATE OF FLORIDA, HAS NAMED ZIYAD ABDEL QADER, 8625 Plum Cay, West Palm Beach, Florida 33411, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

ZIYAD ABDEL QADER INCORPORATOR

DATE: January 8, 2008

ACKNOWLEDGMENT OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

ZIYAD ABDEL QADER, REGISTERED AGENT

DATE: January 8, 2008

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