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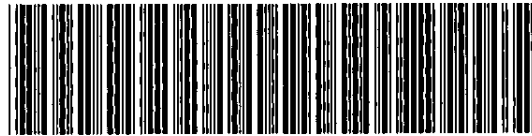
(Business Entity Name)

(Document Number)

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

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LAZARUS
CORPORATE FILING SERVICE

3320 SW 87TH AVENUE

MIAMI, FL 33165 (305) 552-5973

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. MEGA CELL INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☒ Walk in ☒ Pick up time 2:00 ☒ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☒ Profit
☒ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Examiner's Initials

ARTICLES OF INCORPORATION

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08 AUG 11 AM 10:20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Mega Cell Inc.

This is to certify that we, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the state of Florida, by and under the provisions of the statutes of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I

CORPORATE NAME

The name of this corporation is:

Mega Cell Inc.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business and the objects and purposes proposed to be translated and carried on, are to do any and all of the things herein mentioned, fully and to the same extent as a natural person might or could do, viz :

a) To purchase, acquire, hold, improve, sell, convey, assign, release, mortgage, encumber, lease, hire, construct, equip, operate, manage, and in any other manner deal in real and /or personal property of every name money and to take securities for the payment of all sums due the corporation, and to sell, assign, and release such securities, and to carry on any useful business in connection there with.

b) To engage in and carry on any business or businesses every act or deed pertaining there to, either directly or indirectly, which is not prohibited by the laws of the State of Florida, and to so engage in and carry on said business in Florida or any other State in the United States or in any foreign country.

c) To do any and all things necessary, suitable, useful, proper or admissible for the admissible for the accomplishment of any one of the purposes or for the attainment of any of the objects or further exercise of the power herein set forth, whether herein specified or not, either alone or in connection with other firms, individuals, of corporations, either in the State or throughout the United States, and elsewhere, and to do any other acts or things incidental or pertinent to or connected with the business herein before described or any part or parts thereof, if not inconsistent with the laws under which this corporation is organized.

d) That the main business of the corporation is as follows: THE CORPORATION SHALL ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND OF THE STATE OF FLORIDA. THE CORPORATION WILL ALSO ENGAGE IN IMPORT AND EXPORT OF ALL CELLULAR DEVICES AND EQUIPMENT.

ARTICLE III

CAPITAL STOCK

The total amount of the authorized capital stock of the corporation shall be 100 **shares** of common stock, at \$ 1.00 Par Value

The whole or any part of the capital stock of said Corporation shall be payable in lawful money of the United States of America, or property, labor or services, at a just valuation to be fixed by the Board of Directors, property or labor may also be purchases with the capital stock at such valuation as shall be fixed by the Board of Directors.

ARTICLE IV

AMOUNT OF CAPITAL TO BEGIN BUSINESS

The amount of capital with which the corporation shall begin business shall be no less than ONE HUNDRED DOLLARS (\$100.00)US

ARTICLE V

CORPORATION EXISTENCE

The corporation shall have perpetual existence unless sooner dissolve, according to law.

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The principal place of business of said Corporation shall be:

41 S.E. 5TH STREET APT 2015 MIAMI, FL. 33131

With the privilege, however, of having branch offices or places of business at any other place or places within or without the State of Florida, or in foreign countries.

ARTICLE VII

INITIAL BOARD OF DIRECTORS AND OFFICERS

The Corporation shall have 3 directors initially, whose number may be increased or diminished by the by-laws from time to time but shall never be less than one (1). The names and post office addresses of the members of the first Board of Directors of this corporation, the President, Vice-President, Secretary and Treasurer who subject to the provisions of the Articles of Incorporation and the by-laws and General Corporation laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, are as follows:

<u>NAME</u>	<u>OFFICER</u>	<u>ADDRESS</u>
Diego Alejandro Bustos Franco	PRESIDENT TREASURER	41 S.E. 5th STREET APT 2015 MIAMI, FL. 33131
Diana Maria Valencia Castaneda	SECRETARY	41 S.E. 5TH STREET APT 2015 MIAMI, FL. 33131
German Barriga	VICE-PRESIDENT	41 S.E. 5TH STREET APT 2015 MIAMI, FL. 33131

ARTICLE VIII
INCORPORATIONS

The names and addresses of the persons signing these articles are:

<u>NAME</u>	<u>ADDRESS</u>
Diego Alejandro Bustos Franco	41 S.E. 5TH STREET APT 2015 MIAMI, FL. 33131
German Barriga	41 S.E. 5TH STREET APT 2015 MIAMI, FL. 33131

ARTICLE IX
BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders

ARTICLE X
NAME AND ADDRESS OF SUBSCRIBERS
AND NUMBER OF SHARES

Shares of the capital stock of this corporation shall be issued initially to the following persons and in the amounts opposite to their names:

Diego Alejandro Bustos Franco	41 S.E. 5TH STREET APT 2015 MIAMI, FL. 33131	SHARES 50
Diana Maria Valencia Castaneda	41 S.E. 5TH STREET APT 2015 MIAMI, FL. 33131	SHARES 50
German Barriga	41 S.E. 5TH STREET APT 2015 MIAMI, FL. 33131	SHARES 0

ARTICLE XI

AMENDMENT

This corporation reserves the right to amend, alter, change, or repeal any provision contained in the articles of incorporation in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted subject to this reservation.

ARTICLE XII

REGISTERED OFFICE AND REGISTERED AGENT

This corporation designates as Registered Offices:

41 S.E. 5TH STREET APT 2015 MAIMI, FL. 33131

This corporation designates as Registered Agent:

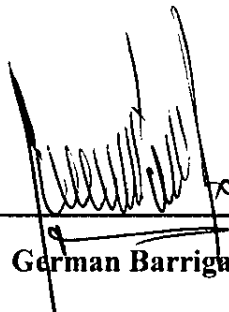
DIEGO ALEJANDRO BUSTOS FRANCO

IN WITNESS WHEREOF, we, the undersigned, being all the original subscribers to the capital stock here in before named, for the purpose of forming a corporation to do business both within and without the State of Florida, and the United States, to make, subscribe, acknowledge, and file their Articles, hereby declaring and certifying that the facts herein stated are true, and to respectively agree to take the number of shares of stock here in before set forth, and accordingly, have hereunto set our hands and seals this **5th** day, of **AUGUST, 2008.**



(SEAL)

Diego Alejandro Buston Franco



(SEAL)

German Barriga

STATE OF FLORIDA)

: SS

COUNTY OF DADE)

BEFORE ME, the undersigned authority, qualified to take acknowledgments and administer oaths, personally appeared:

Diego Alejandro Bustos Franco

German Barriga

to me well known, and known to me to be the individuals described in and who executed the foregoing Articles of Incorporation, and each of them acknowledged before me, according to laws, they made and subscribed the same for the used and purposes therein expressed and set forth.

WITNESS my hand and official seal a Miami, Miami-Dade County, Florida,
this 5th day of AUGUST, 2008.

NOTARY PUBLIC, STATE OF FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE 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 **MEGA CELL INC.**
desiring to organize under the laws of the State of **FLORIDA**
with its principal office, as indicated in the articles of incorporation at City of **MIAMI**
County of **MIAMI-DADE** State of **FLORIDA** has named

DIEGO ALEJANDRO BUSTOS FRANCO

Located at : **41 S.E. 5TH STREET APT 2015**

(Street address and number of building, Post office not accepted)

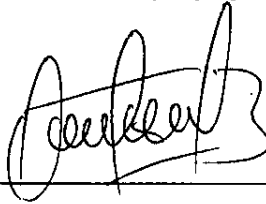
City of **MIAMI** County of **MIAMI-DADE.**

State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDMENT: (MUST BE SIGNED BY DESIGNED AGENT)

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

BY _____



Diego Alejandro Bustos Franco
(RESIDENT AGENT)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA