

POA000013144

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Division of Corporations

John A. Tomlinson, PA

PA 954-771-9488

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Florida Department of State
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FLORIDA PROFIT/NON PROFIT CORPORATION

Cellular of Miami Beach, Inc.

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Articles of Incorporation

ARTICLE I - NAME

The name of this corporation is Cellular of Miami Beach, Inc.

ARTICLE II - PRINCIPAL OFFICE

The mailing and street address of the initial principal office of this corporation is 20301 West Country Club Drive, #629 Aventura, FL 33180

ARTICLE III - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE IV - PURPOSE

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

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock which shall be designated "Common Shares".

ARTICLE VI - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at a price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 500 NW 62nd Street, Ste 210, Fort Lauderdale, FL 33309 and the name of the initial registered agent of this corporation at this address is John L. Tomlinson.

Prepared by John L. Tomlinson, CPA, PA
500 NW 62nd Street, Ste 210
Fort Lauderdale, FL 33309

phone 954-771-9336

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ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have 3 directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time as provided in the by-laws. The names and addresses of the of the initial Board of Directors of this corporation are

<u>Name</u>	<u>Address</u>
Guillermo Glas	20301 W Country Club Dr #629 Aventura, FL 33180
Lucinana Glas	20301 W Country Club Dr #629 Aventura, FL 33180
David Glas	20301 W Country Club Dr #629 Aventura, FL 33180

ARTICLE IX - INCORPORATORS

The name and address of each person signing these Articles is:

<u>Name</u>	<u>Address</u>
John L. Tomlinson	500 NW 62 nd Street, Ste 210 Fort Lauderdale, FL 33309

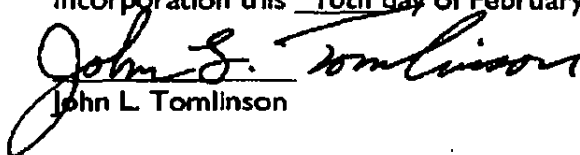
ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be approved by a majority vote of the stockholders at a meeting called therefore.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 10th day of February, 2009


John L. Tomlinson

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**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 607.0501, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

THAT Cellular of Miami Beach, Inc. DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF
BUSINESS AT CITY OF AVENTURA, STATE OF FLORIDA, HAS NAMED John L.
Tomlinson 500 NW 62nd Street, Ste 210, Fort Lauderdale, FL 33309 AS ITS
AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE

John L. Tomlinson
John L. Tomlinson

TITLE Incorporator

DATE February 10, 2009

Having been named as registered agent and to accept service of process for the above
stated corporation at the place designated in this certificate, I hereby accept the
appointment as registered agent and agree to act in this capacity. I further agree to
comply with the provisions of all the statutes relating to the proper and complete
performance of my duties and I am familiar with and accept the obligations of my position
as registered agent

SIGNATURE

(Resident Agent)

DATE February 10, 2009

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