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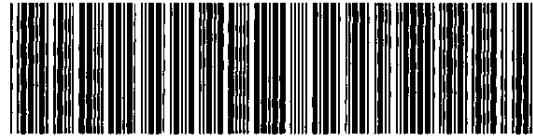
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10 JUL -1 PM 3:33

APPROVED
AND
FILED

VH

June 25, 2010

Via Certified Mail No: 7008 3230 0002 3410 9921
Return Receipt Requested

Department of State
Division of Corporations
Corporate Filings
Post Office Box 6327
Tallahassee, Florida 32314

RE: Articles of Incorporation of Cell -N- Accessories, Inc.

Dear Sir or Madam:

In reference to the above-mentioned incorporation, please find enclosed the following:

1. Articles of Incorporation of Cell -N- Accessories, Inc.;
2. Acknowledgment of Registered Agent; and
3. Check No. 1508 in the amount of \$78.75, representing the filing fees, Registered Agent Designation fee and certified copy fee.

Please file the Articles of Incorporation and forward the certified copy of same to my attention at 1817 Lewis Turner Blvd. Suite E, Fort Walton Beach, FL 32547.

Thank you for your assistance and should you have any questions, please do not hesitate to contact me at (850) 862-1433.

Sincerely,



STEVEN W. COPUS

Enclosures: as stated

APPROVED
AND
FILED

10 JUL -1 PM 3:39

This document prepared by
and a copy is retained by:
Copus & Copus, P.A.
1817 Lewis Turner Boulevard, Suite E
Fort Walton Beach, Florida 32547

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SPACE ABOVE THIS LINE FOR RECORDING PURPOSES

**ARTICLES OF INCORPORATION
OF
CELL -N- ACCESSORIES, INC.**

THE UNDERSIGNED subscribed to these Articles of Incorporation are natural persons competent to contract and are legally authorized to transact business in the State of Florida, and hereby proceed to form a professional corporation in accordance with the Florida Professional Services Corporation Act, and hereby adopt the following Articles of Incorporation:

ARTICLE I
NAME

The name of the corporation is: **CELL -N- ACCESSORIES, INC.**

ARTICLE II
PURPOSE

The purpose of this corporation and the nature of its business are as follows:

1. To engage in the sale of communication equipment and to provide services incident thereto.
2. To own property, enter into contracts and carry on any activity necessary or incidental to the accomplishment or furtherance of the purpose of this corporation.

3. To do everything necessary, proper or convenient for the accomplishment of any of the purposes herein set forth, and to every other act incidental thereto which is not forbidden by the laws of the State of Florida, the Rules promulgated by the State of Florida or by the provisions of these Articles of Incorporation.

ARTICLE III **CAPITAL STOCK**

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 100 shares having a par value of \$1.00 per share. Such shares shall be of a single class of common stock. None of the shares of the corporation may be issued to anyone other than the signatories to these articles of incorporation, unless said signatories agree to such issuance in writing.

ARTICLE IV **DURATION**

The corporation shall have perpetual existence.

ARTICLE V **PRINCIPAL ADDRESS AND REGISTERED AGENT**

The street address of the initial principal office of this corporation is 371 **TIMBERLAKE COURT, MARY ESTHER FLORIDA 32569**. The name and address of the initial registered agent of this corporation is **STEVEN W. COPUS ESQ. COPUS & COPUS, P.A. 1817 LEWIS TURNER BOULEVARD, SUITE E, FORT WALTON BEACH, FLORIDA 32547**. The Board of Directors may from time to time move the principal office to any other address in the State of Florida and may from time to time change the name and address of the registered agent.

ARTICLE VI
BOARD OF DIRECTORS

The corporation shall be managed by a Board of Directors of at least one (1) Director. The Director(s) shall be elected by the shareholders of the corporation. The name and street address of each person who is to serve as a member of the initial Board of Directors is as follows:

<u>Name</u>	<u>Address</u>
THEODORE J. EDWARDS SR. Director	371 Timberlake Court Mary Esther, Florida 32569
KATHERINE E. EDWARDS Director	371 Timberlake Court Mary Esther, Florida 32569

ARTICLE VII
SUBSCRIBERS/SHARES

The name and address of the subscribers, who are the incorporators of this corporation, each of whom are duly permitted to transact business in the State of Florida are as follows:

<u>Name</u>	<u>Shares</u>	<u>Address</u>
THEODORE J. EDWARDS SR.	50	371 Timberlake Court Mary Esther, Florida 32569
KATHERINE E. EDWARDS	50	371 Timberlake Court Mary Esther, Florida 32569

ARTICLE VIII
RESTRAINT OF ALIENATION

No shareholder may sell or transfer his/her shares in the corporation except to another individual who is eligible to be a shareholder of the corporation under Florida law and subject to the terms contained in the Bylaws and/or shareholders agreement and/or operating agreement of said corporation.

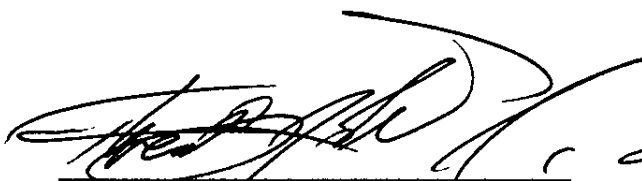
ARTICLE IX
DISQUALIFICATION

If any officer, shareholder, agent or employee of the corporation who has been rendering professional service to the public for the corporation should become legally disqualified to render such professional services within Florida, or accepts employment that places restrictions or limitations upon his or her continued rendering of such professional services, then the corporation shall require him or her to comply with the Florida Professional Service Corporation Act by terminating all employment with the corporation and/or terminate any financial interest in the corporation.


ARTICLE X
AMENDMENT

These Articles of Incorporation may be amended in any manner provided by Florida law.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this 26th day of April, 2010.



THEODORE J. EDWARDS SR.



KATHERINE E. EDWARDS

APPROVED
AND
FILED

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and a copy is retained by:
Copus & Copus, P.A.
1817 Lewis Turner Boulevard, Suite E
Fort Walton Beach, Florida 32547

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ACKNOWLEDGMENT OF REGISTERED AGENT
FOR
CELL -N- ACCESSORIES, INC.**

Pursuant to Florida Statute §48.091, the following is submitted in compliance therewith:

1. That **CELL -N- ACCESSORIES, INC.**, a corporation duly organized and existing under the laws of the State of Florida with a principal address as indicated in the Articles of Incorporation has named **STEVEN W. COPUS ESQ., 1817 Lewis Turner Boulevard, Suite E, Fort Walton Beach, Florida, 32547** as its Registered Agent to accept service of process for the above-named corporation at the place designated herein.
2. Having been named to accept service of process for the above-named corporation at the place designated in this Acknowledgment, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.



STEVEN W. COPUS ESQ.
Registered Agent