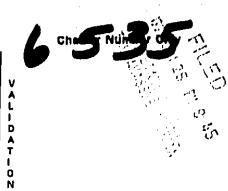
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ARTICLES OF INCORPORATION OF CELLEX COMMUNICATIONS INC

ARTICLE I - NAME

The name of this corporation is Cellex Communications Inc.

ARTICLE II - PURPOSE

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

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is 500. Such shares shall be of a single class, and shall have a par value \$ 1.00 per share.

ARTICLE IV - 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 thereof as nearly as may be done without issuance of fractional shares at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3333 S. Congress Ave, Suite 401, Delray Beach, Florida and the name of the initial registered agent of this corporation at that address is Bruce S. Schames.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time to time by the bylaws but shall never be less than one (1).

The name and address of the initial director and officer of this corporation is:

Bruce S. Schames Pres/Treas. 3333 S. Congress Ave.
Suite 401
Delray Beach, Florida 33445

ARTICLE VII - INDEMNIFICATION

This Corporation shall have the power to indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE VIII - BYLAWS

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

ARTICLE VX - AMENDMENT

This Corporation reserves the right to amend or appeal any provision in the Article of Incorporation, or any amendment thereto dany right conferred upon the shareholders is subject to this reservation.

ARTICLE VII - INCORPORATOR

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

Bruce S. Schames 3333 S. Congress Ave. Suite 401 Delray Beach, Florida 33445

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 23rd day of January, 1995.

Bruce S. Schames

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 statutues, the following is submitted, in compliance with said act:

First - That Cellex Communications Inc is desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the City of West Palm ounty of Broward, State of Florida has named Bruce S. Schames at 3333 S. Congress Ave - Suite 401, Delray Beach, Florida as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to 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 provision of said Act relative to keeping open said office.

Bruce S. Schames

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PLACE OF BUSINESS AND CORPORATE OFFICE:

The corporate office and place of business is 3333 S. Congress Ave - Suite 401, Delray Beach, Florida 33445