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FAX: (904) 222-1000 FAX: (305) 541-3600 FAX: (305) 541-3770
(H95000001624)) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: TEL-BEEPHERMANIA, INC.

FAX AUDIT NUMBER: H95000001624
DATE REQUESTED: 02/08/1995
CERTIFIED COPIES: 1
NUMBER OF PAGES: 4
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FLORIDA DIVISION OF CORPORAT:

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TALLAHASSEE, FLORIDA

Handwritten signature and date 2/9

95 FEB -9 AM 8:18
RECEIVED

CERTIFICATE OF INCORPORATION

OF

TEL-BEEPERMANIA, INC.

WE, the undersigned, hereby make, subscribe and acknowledge this certificate for the purpose of becoming a corporation under the laws of the State of Florida.

1. The name of the corporation shall be: TEL-BEEPERMANIA, INC., and its existence shall be perpetual.

2. The general nature of the business to be transacted shall be to sell and rent beepers and cellular phones and to have all other powers provided by the laws of the State of Florida.

3. The capital stock of the corporation shall consist of fifty (50) shares, without nominal par value.

4. The amount of capital with which this corporation shall begin business in not less than FIVE HUNDRED DOLLARS.

5. The principal office of this corporation shall be 5744 West Flagler Street, Miami, Florida 33144.

6. The number of directors shall be at least one (1), and the names and post office addresses of the first Board of Directors and Officers are:

NAME	OFFICER	POST OFFICE ADDRESS
EMERIA RIVERA	President	5744 West Flagler Street Miami, Florida 33144

7. The name and post office address of the subscriber to this Certificate of Incorporation, and the number of shares each agrees to take, and the consideration therefore, the proceeds of which will amount to not less than FIVE HUNDRED DOLLARS (\$500.00), are as follows:

FROM: DANIEL M. KEIL, ESQUIRE
3165 West 4th Avenue
Hialeah, Florida 33012
Telephone No. (305) 883-6600
Facsimile No. (305) 888-6151

Florida Bar No. 181663

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95 FEB -9 AM 9:06
RECORDS & CLERK
TALLAHASSEE, FLORIDA

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NAME AND ADDRESS	NO. OF SHARES	CONSIDERATION
EMERIA RIVERA	50	\$500.00

S. DANIEL M. KEIL, ESQ., is hereby designated as the Registered Agent for the corporation and his address is 3165 West 4th Avenue, Hialeah, Florida.

IN WITNESS WHEREOF, the undersigned hereby subscribe to this Certificate of Incorporation at Hialeah, Florida this 8th day of February, 1995, for the uses and purposes aforesaid.

Emeria Rivera
EMERIA RIVERA, PRESIDENT

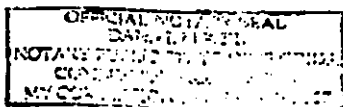
STATE OF FLORIDA)
COUNTY OF DADE) SS.

BEFORE ME, the undersigned authority, personally appeared EMERIA RIVERA. Descriptor and person described in who executed the foregoing Certificate of Incorporation, who acknowledged before me that they did subscribe thereto, [✓] who is personally known to me or [] who produced the following identification _____ and did so for the uses and purposes therein contained.

SWORN TO and SUBSCRIBED before me at Hialeah, Dade County, Florida this the 8th day of February, 1995.

[Signature]
Notary Public, State of FL.

My Commission Expires:



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CERTIFICATE OF 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 28.091, Florida statutes, the
following is submitted:

TEL-BEEPERMANIA, INC.

desiring to organize or qualify under the laws of the State of
Florida, with its principal place of business at the City of Miami,
State of Florida, has named DANIEL M. KEIL, Esq. located at 3165
West 4th Avenue, Hialeah, Florida, as its Agent to accept service
of process within Florida.

Daniel M. Keil
CORPORATE OFFICER

TITLE *President*

DATE *2-8-95*

FILED
95 FEB -9 AM 9:26
TALLAHASSEE, FLORIDA

I HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED 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.

[Signature]
RESIDENT AGENT

DATE *2-8-95*

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