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6/13/95

FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FROM: CONTINENTAL STAMP & SEAL

DEPARTMENT OF STATE

8744 SW 133RD ST

STATE OF FLORIDA

409 EAST GAINES STREET

TALLAHASSEE, FL 32399

FAX: (904) 922-4000

MIAMI FL 33176-59290-0000

CONTACT: JENNIFER BENGCH

PHONE: (305) 232-2226

FAX: (305) 230-6402

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: CARRITEL COMMUNICATIONS INC.

FAX AUDIT NUMBER: H95000006573

CURRENT STATUS: REQUESTED

DATE REQUESTED: 06/13/1995

TIME REQUESTED: 08:47:03

CERTIFIED COPIES: 0

CERTIFICATE OF STATUS: 1

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Jun. 15 '95 15:27 8888 Continental Dta. 385-230-4422



FLORIDA DEPARTMENT OF STATE
Sandra B. Northam
Secretary of State

June 14, 1995

CONTINENTAL STAMP & SEAL

MIAMI, FL

SUBJECT: CARRITEL COMMUNICATIONS INC.
REF: W95000012070

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

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FLORIDA DEPARTMENT OF STATE
Sandra B. Montherm
Secretary of State

June 15, 1995

CONTINENTAL STAMP & SEAL

MIAMI, FL

SUBJECT: CAR COMMUNICATIONS INC.
REF: W95000012070

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The corporate name must be identical throughout the document.

(SEE ARTICLE 1)

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904).487-6934.

Loria Poole
Corporate Specialist

FAX Recd. #: H95000006573
Letter Number: 295A00029533

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

RECEIVED 91 JUN 25

H95000006573

ARTICLES OF INCORPORATION
OF

CARICALL COMMUNICATIONS INC

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: *CARICALL COMMUNICATIONS INC.*

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

*10770 S.W. 129 Ct.
Miami FL 33186*

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

FIVE THOUSAND (5000)

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

H95000006573

*Wesley Sampson
10770 S.W. 129 Ct
Miami, FL 33186*

JENNIFER BENSCH
CONTINENTAL STAMP & SEAL
8744 S.W. 133 STREET
MIAMI, FL 33176-5929
(305) 232-2226

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TALLAHASSEE, FLORIDA

HB5000006573

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Wesley Sampson
10770 S.W. 129 CT
Miami, FL 33186

The undersigned has(have) executed these Articles of Incorporation this

12TH day of June, 19 95.

Wesley Sampson
Signature/Title

Signature/Title

Signature/Title

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 807.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: CARICALL COMMUNICATIONS
INC.

2. The name and address of the registered agent and office is:

Wesley Sampson
(NAME)
10770 S.W. 129 Ct.
(P.O. BOX NOT ACCEPTABLE)
Miami, FL 33186
(CITY/STATE/ZIP)

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SIGNATURE Wesley Sampson
(corporate officer)

TITLE President & CEO

DATE June 12th 95

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 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 Wesley Sampson

DATE June 12th 1995

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REGISTERED AGENT FILING FEE: \$35.00