

P96000020053

Karim BenYahia  
19464 E. Country Club Drive  
Aventura, FL 33180  
Tel.(305)931-7516

February 26, 1996.

Secretary of State  
Corporation Dept.  
409 East Gaines Street  
Tallahassee, FL 32399


7000001729567  
-03/01/96--01072--007  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Amanda,

Enclosed herewith, please find an original and a copy of the Articles of Incorporation of Cellular Planet, Inc. together with a check for the sum of \$122.50 as filing fees.

As agent of this corporation, please send to my address the certified Articles of Incorporation and the charter of the new corporation.

Respectfully yours,

  
Karim BenYahia

TALLAHASSEE, FLORIDA

96 MAR - 1 PM 12:27

FILED

801 MAR - 5 1996

ARTICLES OF INCORPORATION

OF

CELLULAR PLANET, INC.

FILED  
96 MAR -1 PM 12:27  
TALLAHASSEE, FLORIDA

I, the undersigned, being of legal age and natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the state of Florida.

ARTICLE I

NAME

The name of this corporation is Cellular Planet, Inc.

ARTICLE II

PURPOSE

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

ARTICLE III

STOCK

This corporation shall be authorized to issue 10,000 shares of capital stock, at a par value of \$1.00 per share. All of said stock shall be payable in cash; property, real or personal; or labor or services in lieu of cash, at a just valuation, to be fixed by the Board of Directors of this corporation. The payment thereof does not have to be at time of issuance, provided that said share are subject to calls thereon until the whole consideration thereof shall have been paid.

ARTICLE IV

CORPORATE EXISTENCE

This corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE V

CORPORATE ADDRESS

The street address of the initial principal office of this corporation is 19464 East Country Club Drive, Aventura, FL 33180, with the privilege of having its offices and branch offices at other places within or without the State of Florida.

ARTICLE VI

INCORPORATORS

The names and mailing addresses of each of the incorporators are as follows :

NAME	ADDRESSES
KARIM BENYAHIA	19464 EAST COUNTRY CLUB DRIVE AVENTURA, FL 33180

ARTICLE VII

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 by the by-laws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:  
President, Karim Benyahia, 19464 E. Country Club Drive, Aventura, FL 33180  
Secretary, Karim Benyahia, same as above  
Treasurer, Karim Benyahia, same as above

ARTICLE VIII

REGISTERED AGENT

The initial registered agent of this corporation shall be Karim Benyahia and the street address of the initial registered office of this corporation is 19464 E. Country Club Drive, Aventura, FL 33180

ARTICLE IX

ACCOUNTING YEAR

This corporation shall have a calendar year starting January 1st and ending December 31st.

ARTICLE X  
AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned have made and subscribed to these Articles of Incorporation this 26th day of February, 1996.

KARIM

Karim Benyahia

FLORIDA

DRIVER'S LICENSE #B500-500-68-004-2 Exp. 1/4/97

[Signature]

STATE OF FLORIDA  
COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared Karim Benyahia, who by me first duly sworn and cautioned, states that he executed the foregoing Articles of Incorporation and they are true and correct to the best of his knowledge and belief.

SWORN TO AND SUBSCRIBED before me this <sup>27th</sup>~~26th~~ day of February, 1996.

Carmen E. Kuan

Notary Public, State of Florida at Large



In pursuance of Chapter 48.091, Florida Statutes, the following is submitted,  
In compliance with said Act:

First--that Cellular Planet, Inc., desiring to organize under the laws of the  
State of Florida with its principal office, as indicated in the Articles of Incorporation  
at Miami, County of Dade, State of Florida has named Karim Benyahla located  
at 19464 E. Country Club Drive, Aventura, FL 33180; Telephone : (305)931-7516;  
city of Aventura, County of Dade, State of 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.

By:



(Resident Agent)

FILED  
26 MAR - 1 PM 12:27  
TALLAHASSEE, FLORIDA