2005 FOR PROFIT CORPORATION **ANNUAL REPORT**

Apr 21, 2005 08:00 AM Secretary of State DOCUMENT # P96000067145 USACELL, CORP. Principal Place of Business Mailing Address 8240 NW 30 TR 8240 NW 30 TR MIAMI, FL 33122 MIAMI, FL 33122 US 04132005 No Chg-P CR2E034 (10/03) DO NOT WRITE IN THIS SPACE Applied For 4. FFI Number 65-0686282 Not Applicable \$8.75 Additional 5. Certificate of Status Desired Fee Required 6. Name and Address of Current Registered Agent FAILLACE, GABRIEL F DO NOT WRITE 8240 NW 30TH TERRACE MIAMI, FL 33122 IN THIS SPACE 8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent. SIGNATURE. Signature, typed or printed name of registered agent and title if applicable (NOTE Registered Agent signature required when reinstating) DATE 11000000321182 9. Election Campaign Financing \$5.00 May Be FILE NOW!!! FEE IS \$150.00 After May 1, 2005 Fee will be \$550.00 04/21/05-80066-007 150.0D Trust Fund Contribution. Added to Fees 10. OFFICERS AND DIRECTORS VΡ TITLE NAME FAILLACE, GABRIEL F 8240 NW 30 TR STREET ADDRESS CITY-ST-ZIP MIAMI, FL 33122 PSD TITLE FAILLACE, GABRIEL NAME 8240 NW 30 TR STREET ADDRESS CITY-ST-ZIP MIAMI, FL 33122 TITZE NAME STREET ADDRESS DO NOT WRITE CITY-ST-ZIP IN THIS SPACE TIT! F NAME STREET ADDRESS CITY-ST-ZIP TITLE NAME STREET ADDRESS CITY-ST-ZIP

12. I hereby certify that the information supplied with this filling does not qualify for the exemption stated in Section 119.07(3)(i), Fiorida Statutes. I further certify that the information indicated on this report or supplemental inport is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the foculty or trusted empoying on the corporation or the foculty of the corporation or the decimal of the corporation or the decimal of the corporation of the corporati

SIGNATURE:

SIGNATURE AND

NAME STREET ADDRESS CITY-ST-7IP

Gabriel Faillace

ED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

FILED