

PG60000 8/307

September 30, 1996

Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

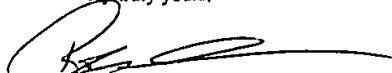
RE: WHOLESALE PHONE CLUB, INC

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together for my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,



Robert Curtiss

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****122.50 ****122.50

Wholesale Phone Club, Inc.
4521 PGA Blvd. Suite 382
Palm Beach Gardens, FL 33418
1+ 561.626.2749

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96 SEP 30 PM 1:23
SECRETARY OF STATE
TALLAHASSEE FLORIDA



ARTICLES OF INCORPORATION

of
WHOLESALE PHONE CLUB, INC.
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

WHOLESALE PHONE CLUB, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue FIVE HUNDRED shares (500) of ONE
Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>ROBERT CURRISS</u>		
ADDRESS	<u>801 SEAFARER CIRCLE</u>		
CITY	<u>JUPITER</u>	FLORIDA	FL ZIP 33477

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>WHOLESALE PHONE CLUB, INC.</u>		
ADDRESS	<u>4521 PGA BLVD., SUITE 382</u>		
CITY	<u>PALM BEACH</u>	FLORIDA	FL ZIP 33418

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (2) directors 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 (1). The names and addresses of the initial director(s) of the corporation are as follows:

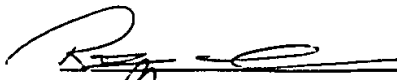
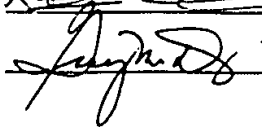
NAME	<u>ROBERT CURRISS</u>		
ADDRESS	<u>801 SEAFARER CIRCLE</u>		
CITY	<u>JUPITER</u>	STATE	FL ZIP 33477
NAME	<u>GARY DIAZ</u>		
ADDRESS	<u>973 S. BERNAL</u>		
CITY	<u>LOS ANGELES</u>	STATE	CA ZIP 90023
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	ROBERT CURRISS		
ADDRESS	801 SEAFARER CIRCLE		
CITY	JUPITER	STATE	FL ZIP 33477
NAME	GARY DIAZ		
ADDRESS	973 S. BERNAL		
CITY	LOS ANGELES	STATE	CA ZIP 90023
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this _____ day of _____, 19____.

 _____ (Seal)
 _____ (Seal)
 _____ (Seal)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

WHOLESALE PHONE CLUB, INC.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 801 SEAFARER CIRCLE

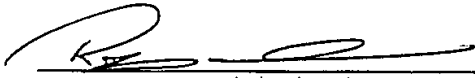
JUPITER, FLA. 33477

has named ROBERT CURRIS

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.


(registered agent)

26 SEP 30 PM 1:23
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

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ROBERT J. CURTISS

801 SEAFARER CIRCLE, #503 • JUPITER, FLORIDA 33477

TEL: +1.561.775.1206 • FAX: +1.561.625.8883

E-MAIL: RJC@NETHAUS.NET

January 25, 1997

Division of Corporations

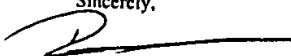
P.O. Box 6327

Tallahassee FL 32314

RE: DISSOLUTION OF WHOLESALE PHONE CLUB

Attached please find both Articles of Dissolution along with a check in the amount of \$43.75 constituting the required filing fee of \$35 plus an additional \$8.75 for a certificate of status.

Sincerely,



Robert Curtiss

FILED
97 JUN 29 AM 10:21
TALLAHASSEE, FLORIDA

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*****43.75 *****43.75

VS FEB 5 1997

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ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FILED
97 JAN 29 AM 10:21
STATE OF FLORIDA

FIRST: The name of the corporation is: WHOLESALE PHONE CLUB, INC.

SECOND: The articles of incorporation were filed on: SEPTEMBER 30, 1996

THIRD: (CHECK ONE)

☒ None of the corporation's shares have been issued.

☐ The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

☒ A majority of the incorporators authorized the dissolution.

☐ A majority of the directors authorized the dissolution.

Signed this 27th day of JANUARY, 1997

Signature

(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)

ROBERT CURTIS

(Typed or printed name)

PRESIDENT

(Title)