

P96000087879

Charger Number Only

10-23-96

Jose. Baptista Do Nascimento

Requestor's Name

848 Brickell Ave.

Address

Miami, FL 33131

City

State

ZIP

Phone

(305) 350-4000

CONFIRMATION ONLY

300001984889--5  
-10/24/96--01026--006  
\*\*\*\*122.50 \*\*\*\*122.50

CORPORATION(S) NAME

Uacell Import & Export, Inc.

FILED  
96 OCT 24 PM 2:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

☒ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CR2E031 (R8-85)



Empire Toll Free: 1-800-432-3028

627113 007

**CERTIFICATE OF INCORPORATION**  
**OF**  
**USACELL IMPORT & EXPORT, INC.**

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

**ARTICLE I. NAME**

The name of this corporation is: **USACELL IMPORT & EXPORT, INC.**

**ARTICLE II. NATURE OF THE BUSINESS**

The general nature of this business to be transacted by this corporation is: Any legal business in the State of Florida or in The United States.

To conduct business in, have one or more offices in and sell import, export, buy, hold, mortgage, convey, lease, construction and building or otherwise dispose of real and personal property, including patents, franchises, copyrights, trademarks, and licenses, in the State of Florida, and in all other states and countries.

To conduct debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of property, or other instruments to secure the payment to corporate indebtedment as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of shares of the capital stock of, or any bonds, securities, or other evidences of indebted created by any other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is 1,000. ( one thousand ) shares of common stock having a nominal of \$1.00 Par/value.

**ARTICLE IV. INITIAL CAPITAL**

The amount of capital with which this corporation will begin business with is \$ 1,000.00 (One Thousand 00/000.)

**ARTICLE V. TERM OF EXISTENCE**

This corporation is to exist perpetually.

#### ARTICLE VI. ADDRESS

The principal address of this corporation in the State of Florida is: 60 SE 3 Avenue, Miami, Florida 33131. The Board of Director may, from time to time move the principal office to any other office in Florida.

#### ARTICLE VII. DIRECTORS

The corporation shall have one Director initially the number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one (1).

#### ARTICLE VIII. SUBSCRIBERS / STOCKHOLDERS / INCORPORATORS

The name and post office address of each subscriber and stockholder to these Articles of Articles of Incorporation are:

SILVIA REGINA BATISTA  
60 SE 3 Avenue, Miami, Florida

President  
49 % STOCK

SAT SYSTEM ELETRONICA LTDA.  
Av. Miguel Rosa, # 3.687 ,Brazil

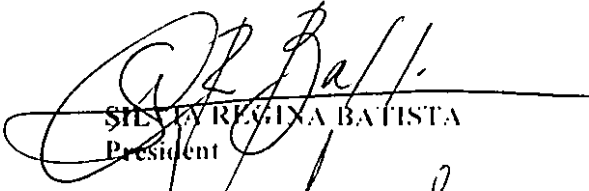
51 % STOCK

#### ARTICLE IX. REGISTERED OFFICE AND REGISTERED AGENT

The registered office shall be at: 60 SE 3 Avenue, Miami, Florida 33131 and the registered agent being SILVIA REGINA BATISTA.

#### ARTICLE X. AMENDMENT

The Articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved holders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon.



SILVIA REGINA BATISTA  
President



SAT SYSTEM ELETRONICA LTDA.

STATE OF FLORIDA

SS

COUNTY OF DADE

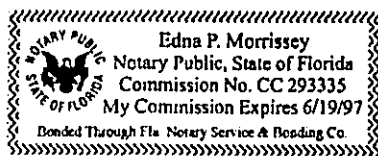
I HEREBY CERTIFY : That on this day, before me, a Notary Public the undersigned authority, duly authorize to administer oaths and take acknowledgments, personally appeared, Silvia Regina Batista of USACELL IMPORT & EXPORT, INC. a Florida Corporation. Who after being duly sworn, executed the foregoing Articles of Incorporation and acknowledge before me that the subscribers to those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, said County and State, on this 21st day of the month of October, 1996.

NOTARY PUBLIC SEAL.

*Edna P. Morrissey*

MY COMMISSION EXPIRES:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE OR  
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON  
PROCESS MAY BE SERVED.**

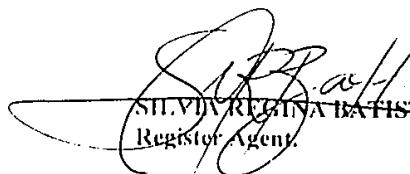
In compliance with Section 607.34 Florida Statutes, The following is submitted,  
in compliance with said Act:

First: That, USACELL IMPORT & EXPORT, INC. desiring to organize or  
qualify under the laws of the State of Florida with its principal office, as indicated in  
the articles of incorporation at city of Miami, County of Dade, and State of Florida  
has hereby named Silvia Regina Batista of 60 SE 3 Avenue, Miami, FL 33131 as its  
agent to accept services of process within this state.

**Acknowledgment:**

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  
provision of said Act relative to keeping open said office.

  
SILVIA REGINA BATISTA  
Register Agent.

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