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FLORIDA DIVISION OF CORPORATIONS
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((H96000016817 4))

TO: DIVISION OF CORPORATIONS
(904) 922-4001

FAX #:

FROM: ARMANDO MOTES DE OCA
075350000536

ACCT#:

CONTACT: ARMANDO MONTES DE OCA
PHONE: (954) 453-1877
(954) 452-9161

FAX #:

NAME: CELL TO SELL

AUDIT NUMBER.....H96000016817

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS...1

PAGES..... 2

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12-09-1996 12:36PM FROM
12/09/96 10:00 AM DEPT. OF STATE p1/1

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 3, 1996

ARMANDO MONTES DE OCA

SUBJECT: CELL TO SELL, INC.
REF: W96000025110

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.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

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) 487-6933.

Dana Calloway
Document Specialist

FAX Aud. #:
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ARTICLES OF INCORPORATION OF

CELL TO SELL, INC.

The undersigned subscriber to these articles of incorporation, being a natural person competent to contract, does hereby associate to form a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation is Cell To Sell, Inc.

ARTICLE II

The term of existence of this corporation is to be perpetual.

ARTICLE III

The general nature of the business to be transacted by this corporation is:

The marketing and developing of prepaid cellular phones to the retail public whom have poor credit. Distributorships and commercial sellers of cellular time will be the medium which this business will be promoted.

To engage in the transaction of any or all lawful business for which corporations may be incorporated under the Florida General Corporations Act.

ARTICLE IV

The aggregate number of shares of stock which this corporation shall have authority to issue is one hundred (1000) shares of common stock with no par value, and consist of one class only. The consideration to be paid for each share shall be ten (\$10.00) dollars.

ARTICLE V

The amount of capital with which this corporation will begin business is one thousand (\$1,000.00) dollars.

ARTICLE VI

The initial post office address of this corporation is 11712 NW 5th Street, Plantation, FL 33325. The Board of Directors from time to time may move the principal office of this corporation to any other address in the State of Florida.

ARTICLE VII

The names and post office address of the registered agents of this corporation are:

Armando Montes de Oca
11712 NW 5 Street
Plantation, FL 33325
(954) 476-5747

Sabrina Levine
11712 NW 5th Street
Plantation, FL 33325

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ARTICLE VIII

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time pursuant to bylaws adopted by the stockholders.

ARTICLE IX

The name and post office of the initial director is:

Sabrina Levine
11712 NW 5th Street
Plantation, FL 33325

ARTICLE X

The name and post office address of the subscriber and sole incorporator of these articles of incorporation, the number of shares of stock agreed to be taken and the value of the consideration therefore (which value is not less than the amount of initial capital specified in Article V herein) are:

Sabrina Levine 1000 shares -\$1000.00
11712 NW 5th Street
Plantation, FL 33325

ARTICLE XI

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stock entitled to vote, thereof.

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


Sabrina Levine
Registered Agent and Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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