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FLORIDA DIVISION OF CORPORATIONS

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NAME: CELL-STAR, INC.

AUDIT NUMBER.....H96000017973

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

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**HARPER, KYNES, GELLER, WATSON & BUFORD, P.A.**

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PLEASE REPLY TO:

OF COUNSEL:  
FRANK C. LOGAN  
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121 NORTH OSCEOLA AVENUE  
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CLEARWATER, FLORIDA 34616  
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Our File #

#8243/14518

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\*BOARD CERTIFIED  
CIVIL TRIAL LAWYER

\*\*ALSO ADMITTED TO  
PRACTICE IN NEW YORK

\*\*\*ALSO ADMITTED TO  
PRACTICE IN CALIFORNIA

\*BOARD CERTIFIED  
BUSINESS LITIGATION LAW

December 24, 1996

VIA FACSIMILE

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

RE: Cell-Star, Inc.  
Fax Audit No. H96000017973 4

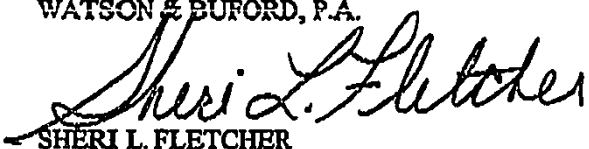
Dear Sir or Madam:

I am sending to you by facsimile the original Electronic Filing Cover Sheet and Articles of Incorporation for the above corporation. Please fax us confirmation at your earliest convenience.

Thank you for your attention in this matter.

Very truly yours,

HARPER, KYNES, GELLER,  
WATSON & BUFORD, P.A.

  
SHERI L. FLETCHER  
Legal Assistant

Enclosures

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ARTICLES OF INCORPORATION  
OF  
CELL-STAR, INC.

FILED  
96 DEC 24 PM 1:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME AND PRINCIPAL OFFICE OF CORPORATION

Cell-Star, Inc. shall be the name of this corporation, and the mailing address and its principal office shall be: 115 - 112th Avenue N.E., #801, St. Petersburg, Florida 33716.

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have on hand at any time is 10,000 shares of common stock having \$1.00 par value. The authorized capital stock may be paid for in cash, services or other property at a just value to be fixed by the board of directors of the corporation at any regular or special meeting of the same.

ARTICLE IV - ADDRESS AND RESIDENT AGENT

The street address of the initial registered office of this corporation is: 115 - 112th Avenue N.E., #801, St. Petersburg, Florida 33716, and the name of the initial registered agent of the corporation at that address is: Thomas E. Wilkes. Having been so named to accept said service of process, said registered agent hereby accepts said designation to act in said capacity and agrees to comply with the provisions of the Florida Statutes relating to keeping open said office and so accepts by signing the Articles of Incorporation hereunder.

THIS INSTRUMENT PREPARED BY:  
JACK J. GELLER, Attorney  
2560 Gulf To Bay Boulevard  
Suite 300  
Clearwater, Florida 34625  
813-799-4840  
Florida Bar No. 243991

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ARTICLE V - DIRECTORS

The corporation shall have no less than one director nor more than nine (9). The number may be increased or decreased as may be authorized by the Bylaws of this corporation. The number of directors constituting the initial Board of Directors shall be six (6).

ARTICLE VI - INITIAL INCORPORATOR

Incorporators

Address

Thomas E. Wilkes

115 - 112th Avenue N.E. #801  
St. Petersburg, FL 33716

IN WITNESS WHEREOF, I, the undersigned, have set my hand and seal to the foregoing Articles of Incorporation for Cell-Star, Inc. and acknowledge the same under the laws of the State of Florida, this 24 day of DECEMBER, 1996.



Thomas E. Wilkes  
Incorporator and Registered  
Agent

cellart

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96 DEC 24 PM 1:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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