

P9700003/766

STUART SYMINGTON SMITH  
ATTORNEY AT LAW

215 HOWELL AVE.  
BROOKSVILLE, FLORIDA 34601  
(352) 799-9231  
FAX (352) 796-0910

4090 COMMERCIAL WAY  
SPRING HILL, FLORIDA 34606  
(352) 686-8104  
FAX (352) 796-0910

April 3, 1997

REPLY TO: BROOKSVILLE

State of Florida  
Department of State  
Corporate Divisions  
P.O. Box 6327  
Tallahassee, FL 32314

400002135194--1  
-04/07/97--01088--014  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Cellular Safari & Trading Company, Inc.

Dear Sirs:

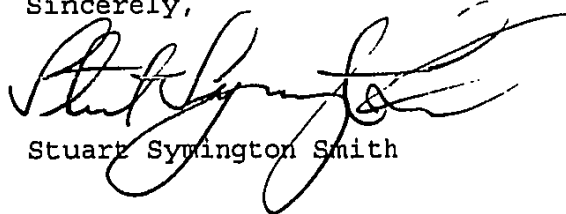
Please find enclosed an original and one (1) copy of the **ARTICLES OF INCORPORATION** for the above-referenced company. Please file the original in your offices and return to this office a certified copy.

I have also enclosed a check in the amount of \$122.50 which will cover the following:

Filing Fee	\$ 35.00
Registered Agent	35.00
Certified Copy	52.50
<b>TOTAL</b>	<b>\$122.50</b>

If you should have any questions concerning this matter, feel free to contact this office at any time.

Sincerely,

  
Stuart Symington Smith

SSS/jm  
Enclosure

FILED  
97 APR -7 PM 12:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

4/8/97  
JD

ARTICLES OF INCORPORATION  
OF  
CELLULAR SAFARI & TRADING COMPANY, INC.

FILED  
97 APR -7 PM 12:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is CELLULAR SAFARI & TRADING COMPANY, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rate share thereof (as nearly as may be

done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal and registered office of this corporation is: 414 S. Broad Street, Brooksville, Florida 34601. The name of the initial registered agent of this corporation at address is: KEVIN E. MORRILL.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one Director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one Director no more than five. The name and address of the initial Board of Directors of the corporation is:

KEVIN E. MORRILL  
414 S. Broad Street  
Brooksville, Florida 34601

-and-

LYNN R. MORRILL  
414 S. Broad Street  
Brooksville, Florida 34601.

ARTICLE VIII - INCORPORATORS

The name and address of the Incorporator signing these articles is : KEVIN E. MORRILL, 414 S. Broad Street, Brooksville, Florida 34601.

**ARTICLE IX - INDEMNIFICATION**

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

**ARTICLE X - AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.


IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 2nd day of April, 1997.

  
\_\_\_\_\_  
KEVIN E. MORRILL  
Incorporator

STATE OF FLORIDA  
COUNTY OF HERNANDO

BEFORE ME, a Notary Public authorized to take acknowledgements in the State of County set forth above, personally appeared KEVIN E. MORRILL known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 2nd day of April, 1997.

  
\_\_\_\_\_  
NOTARY PUBLIC  
State of Florida at Large

My Commission Expires:



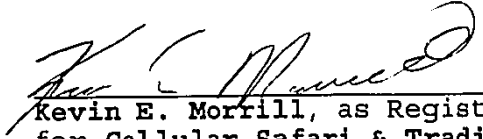
VIVIAN HEISSERER  
COMMISSION # CC 342120  
EXPIRES FEB 20, 1998  
Atlantic Bonding Co., Inc.  
800-732-2245

CONSENT TO APPOINTMENT AS REGISTERED AGENT

TO: FLORIDA DEPARTMENT OF STATE  
State of Florida

I, Kevin E. Morrill, of 414 S. Broad Street, Brooksville, Florida 34601, do hereby accept the duties and responsibilities of the registered agent and am familiar with the responsibilities of a registered agent for the corporation, **CELLULAR SAFARI & TRADING COMPANY, INC.**, of 414 S. Broad Street, Brooksville, Florida 34601.

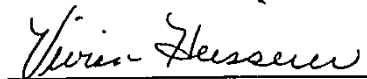
DATED: April 2, 1997.

  
Kevin E. Morrill, as Registered Agent  
for Cellular Safari & Trading Company, Inc.

STATE OF FLORIDA  
COUNTY OF HERNANDO

BEFORE ME, a Notary Public authorized to take acknowledgements in the State of Florida and County set forth above, personally appeared Kevin E. Morrill, known to be and known by me to be the person who executed the foregoing **Consent To Appointment As Registered Agent**, and he acknowledged before me that he executed that **Consent To Appointment As Registered Agent**.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 2nd day of April, 1997.

  
NOTARY PUBLIC  
State of Florida at Large

My Commission Expires:



VIVIAN HEISSERER  
COMMISSION # CC 342120  
EXPIRES FEB 20, 1998  
Atlantic Bonding Co., Inc.  
800-732-2245

FILED  
97 APR -7 PM 12:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA