



P97000041493

April 25, 1997

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Attn: New Filings

To whom it may concern:

EFFECTIVE DATE
5-1-97

000002160840--1

-04/30/97-01112--003

*****70.00 *****70.00

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
97 MAY -8 PM 1:22

Enclosed are two original Articles of Incorporation for Everything Wireless, Inc. and a check for \$70.00 for our filing fee. Please stamp one copy of the Articles and return to us in the self addressed stamped envelope for our records.

If you have any questions please call me at (954)921-1234.

Very truly yours,

Richard Swerdlow

RS/mg
Enclosure

789,619,611,671
W97-10133

305 • 921 • 1234

800 • 822 • WORKS (822 6475)

Fax: 305 • 921 • 5118

E-Mail: works@cellworks.com

3380 North 28th Terrace • Hollywood • Florida • 33020



D. BROWN MAY - 9 1997



May 5, 1997

Doris Brown
Document Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Ref. Number: W97000010123
Letter Number: 697A00022946

Dear Doris:

Enclosed herewith is the executed Articles of Incorporation for Everything Wireless, Inc. As we discussed, please have the effective date backdated to May 1st., 1997.

If you have any questions, please give me a call at (954) 921-1234.

Very truly yours,

CELLULAR WORKS

Richard Swerdlow

RS/mg
Enclosure

305 • 921 • 1234

800 • 822 • WORKS (877 96751)

Fax: 305 • 921 • 5118

E-Mail: works@cellworks.com

3380 North 28th Terrace • Hollywood • Florida • 33020





FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 1, 1997

RICHARD SWERDLOW
CELLULAR WORKS
3380 NORTH 28TH TERRACE
HOLLYWOOD, FL 33020

SUBJECT: EVERYTHING WIRELESS, INC.
Ref. Number: W97000010123

We have received your document for EVERYTHING WIRELESS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

The registered agent must sign accepting the designation.

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) 487-6972.

Doris Brown
Document Specialist

Letter Number: 697A00022946

ARTICLES OF INCORPORATION
OF

EVERYTHING WIRELESS, INC.

(A FLORIDA CORPORATION)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY -8 PM 1:22

EFFECTIVE DATE
5-1-97

I, the undersigned, hereby make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of becoming a corporation for profit under the laws of the State of Florida and do hereby further certify that I have become such corporation under and pursuant to the following Articles of Incorporation:

ARTICLE I

The name is the corporation is :

Everything Wireless, Inc.

ARTICLE II

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

ARTICLE III

The maximum number of shares of stock which this corporation is authorized to have outstanding at any time is:

One Thousand (1,000) Shares Without Par Value.

ARTICLE IV

The amount of capital with which this corporation shall and does hereby begin business, shall be and is the sum of Five Hundred Dollars (500.00).

ARTICLE V

The corporation shall have perpetual existence.

ARTICLE VI

The initial street address of the principal office of this corporation shall be and is:
3380 N 28th Terrace, Hollywood, Florida 33020.

ARTICLE VII

The number of the Directors of this corporation shall be Two. That number may be increased from time to time by the by-laws adopted by the stockholders.

ARTICLE VIII

The name and address of the first Board of Directors, who subject to the provision of this Certificate of Incorporation, by-laws of this corporation and the laws of the State of Florida, shall hold office for the first year of the corporation's existence or until their successors are elected and qualified.

NAME	STREET ADDRESS
Richard Swerdlow	3380 N 28th Terrace Hollywood, FL 33021
Andres Link	3380 N 28th Terrace Hollywood, FL 33021

ARTICLE IX

The street address of the initial registered office of the corporation shall be 3380 N 28th Terrace, Hollywood, Florida 33020, and the name of the initial registered agent of the corporation at the address is Richard Swerdlow, Esq.

ARTICLE X

The name and mailing address of the incorporator is as follows:

NAME	MAILING ADDRESS
Andres Link	3380 N 28th Terrace Hollywood, FL 33020

ARTICLE XI

The officers of this corporation shall be President, a Secretary, a Treasurer and such other officers and agents as may be deemed necessary, including one or more Vice Presidents. All officers and agents shall be chosen in such a manner, hold their offices for such terms and have such powers and duties as may be prescribed by the by-laws or determined by the Board of Directors.

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred on stock holders therein are granted subject to this reservation.

IN WITNESS WHEREOF, I the undersigned, incorporator has hereunto set my hand this twenty fifth day of April A.D. 1997, for the purpose of forming this corporation under the office of the Secretary of State of Florida, and certify that the facts stated herein in these Articles of Incorporation are true.



Andres Link
Incorporator

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY -8 PM 1:23

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Richard Swerdlow Esq., an individual residing in this state, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above foregoing Articles, is familiar with and accepts the obligations of the Registered Agent under Section 607.0505, Florida Statutes.

By:



Richard Swerdlow
Everything Wireless, Inc.

Dated: April 25, 1997