

P97 000051232
TRANSMITTAL LETTER

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

700002202617--6
-06/05/97--01038--011
*****78.75 *****78.75

SUBJECT: International Wireless, Corp.
(Proposed corporate name - must include suffix)
New name IWC, INC

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Richard Russell
Name (Printed or typed)
P.O. Box 533640
Address
Orlando FL 32853
City, State & Zip
407-894-4740
Daytime Telephone number

FILED
97 JUN 10 PM 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Richard gave consent
to change name.
BR 6/10/97

Conflict
855, 706, 502, 671
2097-13384

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 9, 1997

RICHARD RUSSELL
PO BOX 533640
ORLANDO, FL 32853

SUBJECT: INTERNATIONAL WIRELESS, CORP.
Ref. Number: W97000013384

IWC, Inc.

We have received your document for INTERNATIONAL WIRELESS, CORP. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6919.

Beth Register
Corporate Specialist Supervisor

Letter Number: 997A00030793

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: IWC, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
866 Nottingham Street
Orlando, FL 32803

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:
Richard Russell
866 Nottingham Street
Orlando, FL 32803

ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:
Richard Russell
866 Nottingham Street
Orlando, FL 32803

FILED
97 JUN 10 PM 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Richard Russell
Signature/Incorporator

6/1/97
Date

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Richard Russell
Signature/Registered Agent

6/1/97
Date