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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: ORTEL WIRELESS CORPORATION

AUDIT NUMBER.....H97000012259

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

CERT. OF STATUS..0

PAGES..... 4

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TALLAHASSEE, FLORIDA

bm 7/29/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 28, 1997

EMPIRE

SUBJECT: ORTEL WIRELESS CORPORATION
REF: W97000017337

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The corporate name must be identical throughout the document.

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Becky McKnight
Document Specialist

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**ARTICLES OF INCORPORATION
OF
ORTEL WIRELESS CORPORATION**

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SECRET
TALLAHASSEE, FLORIDA

ARTICLE ONE

The name of the Corporation is **ORTEL WIRELESS CORPORATION**

ARTICLE TWO

The principal office and mailing address of the Corporation is 349 N.W. 207 AVE. PEMBROKE PINES, FL 33029.

ARTICLE THREE

The duration of the Corporation is perpetual.

ARTICLE FOUR

The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE FIVE

The aggregate number of shares which the Corporation shall have authority to issue is 100 shares of the par value of \$1.00 (one dollar) each.

ARTICLE SIX

The street address of the Initial Registered Office of the Corporation is 349 N.W. 207 AVE., PEMBROKE PINES FL 33029 and the name of its Initial Registered Agent at that address is OREN WINER.

Daniel I. Kaufman, Esq.
2423 Hollywood Blvd.
Hollywood, FL 33020
(305) 922-1978
FL. Bar # 880288

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ARTICLE SEVEN

The number of Directors constituting the Initial Board of Directors is one. The number of Directors may be increased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of the Initial Director is as follows:

OREN WINER

349 N.W. 207 AVE.
PEMBROKE PINES, FLORIDA 33029

ARTICLE EIGHT

The name and address of the Incorporator is as follows:

OREN WINER

349 N.W. 207 AVE.
PEMBROKE PINES, FLORIDA 33029

ARTICLE NINE

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

ARTICLE TEN

In accordance with Section 607.0203, Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays, after that date, then corporate existence shall commence upon filing by the Department of State.

ARTICLE ELEVEN

In accordance with Section 607.0203, Florida Statutes, the date when corporate existence shall commence is on the 29 day of July, 1997.

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IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 28 day of July, 1997.


 INCORPORATOR

STATE OF FLORIDA }
 COUNTY OF BROWARD }

Before me personally appeared Oren Winer, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that they executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 28 day of July, 1997.


 Notary Public, State of Florida
 at Large.

My commission
 expires: _____

Personally Known ☒ OR Produced Identification _____
 Type of Identification Produced _____

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**ACCEPTANCE BY DESIGNATION
 REGISTERED AGENT/REGISTERED OFFICE**

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, 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.


 Oren Winer

Dated: July, 28, 1997.

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