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LAZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

600002443856--0

-03/02/98--01050--004

*****78.75 *****78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. EXI-CELL, INC.
(Corporation Name)

(Document #)

2. _____
(Corporation Name)

(Document #)

3. _____
(Corporation Name)

(Document #)

4. _____
(Corporation Name)

(Document #)

☒ Walk in ☒ Pick up time 2:00

☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☒ Certificate of Status

RECEIVED
98 MAR -2 AM 11:49
DIVISION OF CORPORATION

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
98 MAR -4 PM 3:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAR 2 1998
W98-4547

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

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98 MAR -4 PM 3:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 2, 1998

LAZARUS CORPORATE FILING SERVICE, INC.

MIAMI, FL

SUBJECT: EXI-CELL, INC.
Ref. Number: W98000004547

We have received your document for EXI-CELL, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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 a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of 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 (850) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 498A00011408

RECEIVED
98 MAR -4 PM 2:57
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

OF

EXI-CELLULAR INC.

WE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation shall be:

EXI-CELLULAR INC.

ARTICLE II

TERM OF EXISTENCE

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

NATURE OF BUSINESS

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

ARTICLE IV

CAPITAL STOCK

This Corporation is authorized to issue one class of shares of stock as follows:

- A) Designation: The stock shall be known as Common Stock.
- B) Authorized: The maximum number of shares of Common Stock that this corporation may issue is 1000
- C) Par Value: Each Share of Common Stock shall have the par value of One Dollar (\$1.00)

ARTICLE V

PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation shall be:

1567 N.W. 82nd AVENUE
MIAMI, FL 33126

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

REGISTER OFFICE OF THE AGENT AND STREET ADDRESS

The initial Registered Agent of this corporation is:

ALEJANDRO LOPEZ

The street address of the initial Registered Agent of this corporation is:

1567 N.W. 82nd AVENUE
MIAMI, FL 33126

ARTICLE VII

BOARD OF DIRECTORS

This corporation shall at all times have at least one Director. The Stockholders of this corporation may, from time to time, and at any time, increase or diminish the size of the Board of Directors of this Corporation. The initial Board of Directors shall consist of:

ALEJANDRO LOPEZ

PRESIDENT / TREASURER / SECRETARY

ARTICLE VIII

INCORPORATOR

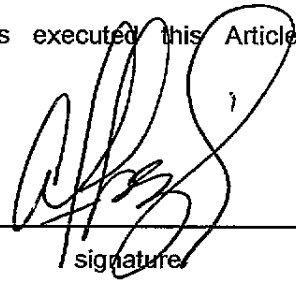
The name and address of the incorporator to these Articles of Incorporation is:

ALEJANDRO LOPEZ

1567 N.W. 82nd AVENUE
MIAMI, FL 33126

In witness whereof, the undersigned incorporator has executed this Articles of Incorporation this 24 of February, 1998 .

signature



signature

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

The Name of the corporation is:

EXI-CELLULAR INC.

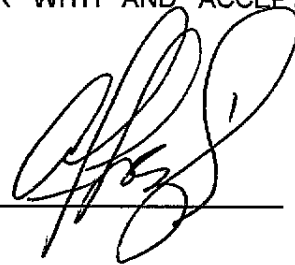
The name and address of the registered agent and office is:

ALEJANDRO LOPEZ

1567 N.W. 82nd AVENUE
MIAMI, FL 33126

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.

SIGNATURE

A handwritten signature in black ink, appearing to be 'ALEJANDRO LOPEZ', written over a horizontal line.

DATE

24 FEBRUARY, 1998

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA