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NAME: CELLULAR RENTALS OF FLORIDA, INC.

AUDIT NUMBER.....H98000021374

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

CERT. OF STATUS..0

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 17, 1998

EMPIRE

SUBJECT: CELLULAR RENTALS OF FLORIDA, INC.
REF: W98000025813

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THE NAME CONFLICT IS CELLULAR RENTALS OF FLORIDA, INC. DOC #V43445.

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FAX Aud. #: H98000021374
Letter Number: 898A00055160

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**ARTICLES OF INCORPORATION
OF
CELLULAR RENTALS OF SOUTH FLORIDA, INC.**

THE UNDERSIGNED incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

CELLULAR RENTALS OF SOUTH FLORIDA, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be :
**301 CLEMATIS STREET SUITE 300
WEST PALM BEACH, FLORIDA 33401**

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is **SEVEN THOUSAND FIVE HUNDRED (7,500)** shares having a par value of **ONE DOLLAR (1.00)** per share.

ARTICLE IV INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation is one (1). The number of Directors may be either increased or decreased from time to time by an amendment of the by-laws but shall never be less than one (1). The names and addresses of the initial Board of Directors are:
**BERNADETTE COMISKEY
301 CLEMATIS STREET SUITE 300
WEST PALM BEACH, FLORIDA 33401**

ARTICLE V INCORPORATOR

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):
**ANTHONY G. COLEMAN, JR.
301 CLEMATIS STREET SUITE 300
WEST PALM BEACH, FLORIDA 33401**

These Articles of Incorporation Prepared By:
**Anthony G. Coleman, Jr., Esq.
6194 North Federal Highway
Boca Raton, Florida 33487
(561) 998-5281
Florida Bar Number 368563**

**FILED
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TALLAHASSEE, FLORIDA**

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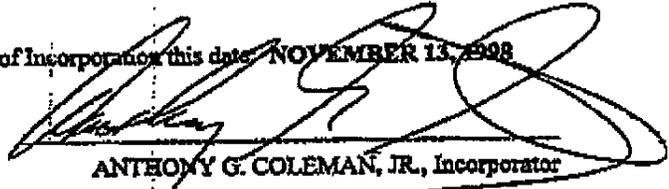
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ARTICLE VI INITIAL REGISTERED AGENT AND ADDRESS

The name(s) and address of the initial registered agent is:

**ANTHONY G. COLEMAN, JR.
301 CLEMATIS STREET SUITE 300
WEST PALM BEACH, FLORIDA 33401**

The undersigned has (have) executed these Articles of Incorporation this date **NOVEMBER 13, 1998**



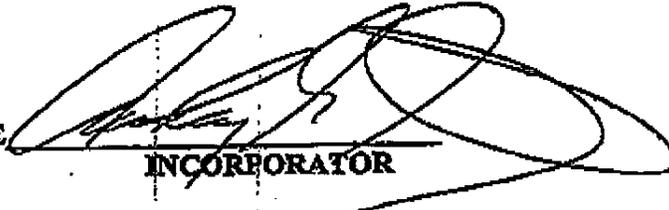
ANTHONY G. COLEMAN, JR., Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, 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.

- 1. The name of the corporation is: **CELLULAR RENTALS OF SOUTH FLORIDA, INC.**
- 2. The name and address of the registered agent and office is: **ANTHONY G. COLEMAN, JR.
301 CLEMATIS STREET SUITE 300
WEST PALM BEACH, FLORIDA 33401**

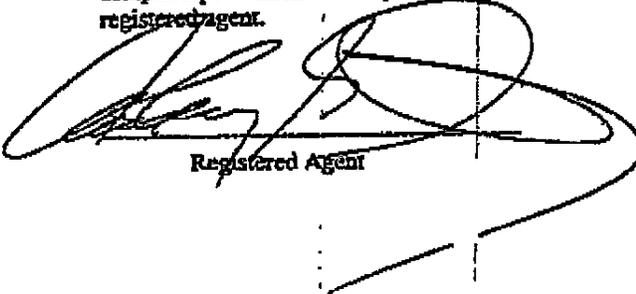
**SIGNATURE
TITLE:**



INCORPORATOR

DATE: NOVEMBER 13, 1998

Having been named Registered Agent 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.



Registered Agent

**NOVEMBER 13, 1998
Date**

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