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OFFICE USE ONLY

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

- CONTACT WIRELESS OF KENDALL, INC.
 (Corporation Name) (Document #)
- _____
 (Corporation Name) (Document #)
- _____
 (Corporation Name) (Document #)
- _____
 (Corporation Name) (Document #)

- Walk in Pick up time 2.00 Certified Copy
 Mail out Will wait Photocopy Certificate of Status

FILED
 99 FEB 26 PM 12:03
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

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

DIVISION OF CORPORATION
 99 FEB 26 AM 11:39

Examiner's Initials

ARTICLES OF INCORPORATION
OF
CONTACT WIRELESS OF KENDALL, Inc.
=====

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TALLAHASSEE FLORIDA

We the undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate to form a Corporation under the Laws of the State of Florida.

ARTICLE I
NAME OF CORPORATION

The name of the Corporation shall be: CONTACT WIRELESS OF KENDALL, Inc.

ARTICLE II
NATURE OF BUSINESS

The general nature of business to be transacted by this Corporation shall be selling of cellular phones, beepers communication products provide, communications services and any other activities of business permitted under the Laws of the United States of the State of Florida.

To manufacture, purchase, or otherwise acquire, and to own, mortgage pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in, and with goods, wares, merchandise, real and personal property, and services of every kind, class and description, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, cooperative association, fraternal benefit society, state fair or exposition.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trade marks, licenses, in the State of Florida and in all other states and countries.

To contract debts, and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers of corporate property, or other instruments to secure payment of corporate indebtedness as required.

To purchase corporate assets of any other corporation and engage in the same or other character or business. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidence of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while owner of such stock, to exercise all rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock at \$1.00 par value per share.

ARTICLE IV
INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is not less than Five Hundred Dollars (\$ 500.00).

ARTICLE V
TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE VI
PRINCIPAL PLACE OF BUSINESS

The initial street address in this State of the principal office of this corporation is 9010 S.W. 137th Avenue Suite 113 Miami Fl., 33186. The Board of Directors may from time-to-time, move the principal office to any other address in the State of Florida.

ARTICLE VII
DIRECTORS

This corporation shall have not less than one director initially. The number of directors may be increased or diminished from time-to-time by the by-laws adopted by the stockholders.

ARTICLE VIII
BOARD OF DIRECTORS

The name and street address of the member of the first Board of Directors are:

NAME	TITLE	ADDRESS
JUAN F. LUNA	President	9010 S.W. 137th. Av. Suite 113 Miami, Fl 33186

ARTICLE IX
SUBSCRIBERS

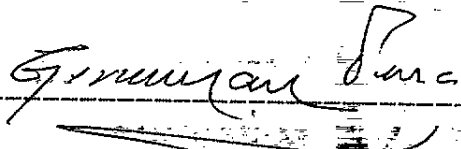
NAME	ADDRESS	SHARES	CONSIDERATION
JUAN F. LUNA	9010 S.W. 137 Av. Suite 113 Miami, Fl. 33186	500	\$ 500.00

ARTICLE X
REGISTERED AGENT

The address of the Registered Office of this corporation shall be 9010 S.W. 137th Avenue Suite 113 Miami, Fl., 33186 and the Registered Agent shall be: German Pena.

Pursuant to Florida Statutes Section 607.164, having been named to accept process for the above State Corporation, at the place design in these Articles of Incorporation, I hereby accept to agree to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.

By



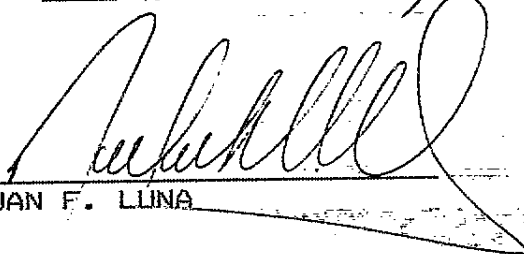
ARTICLE XI
AMENDMENT


These Articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at the stockholders' meeting by the majority of the stock entitled to vote them on, unless the director and the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

STATE OF FLORIDA
COUNTY OF DADE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County above named to take acknowledgements personally appeared

WITNESS my hand and official seal in the County and State named above this 25 day of FEBRUARY 1999


JUAN F. LUNA


Notary Public, State at Large
My Commission Expires:

99 FEB 26 PM 12:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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