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TRANSMITTAL LETTER

Department of State Division of Corporation P.O. BOX 6327 Tallahassee, FL 32314

900002994759--6 -09/23/99--01041--006 *****78.75 *****78.75

SUBJECT: Coyote & Roadrunner Beepers, Inc.

Enclosed is an original and one(1) copy of the articles of incorporation and a money order for \$78.75 filing fee and certified copy.

From:

Helen Borges

575 West Park Drive - No. 103

Miami, FL 33172

(305) 480-8092 or (305) 844-6150

Thank you for your time and cooperation in this matter.

Sincerely,

Heten Borge

Paralegal

Cc: Coyote & Roadrunner Beepers, Inc.

Helen Borges ! GAVE
AUTHORIZATION BY PHONE TO
CORRECT III
9-24-99

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF COYOTE & ROADRUNNER BEEPERS, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incoporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

NAME

The name of the corporation ("Corporation") shall be:

COYOTE & ROADRUNNER BEEPERS, INC.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

4771 NW 167 Street Hialeah, FL 33016

ARTICLE III

SHARES

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

ONE

ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Edward Lopez 4771 NW 167 Street Hialeah, FL 33016

ARTICLE V

INCORPORATOR (S)

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

Edward Lopez Secretary, Treasurer 4771 N.W. 167 Street Hialeah, FL 33016

President, Vice President,

The undersigned incorporator has executed these Articles of Incorporation this 18 day of September, 1999.

Enwards hopez.

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF

REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0502, 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:

COYOTE & ROADRUNNER BEEPERS, INC.

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

> Edward Lopez 4771 N.W. 167 Street Hialeah, FL 33016

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.