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ACCOUNT NO. : 072100000032

REFERENCE : 916686 11654A

AUTHORIZATION : Patricia Pigute

COST LIMIT : \$ 155.00

ORDER DATE : December 1, 2000

ORDER TIME : 2:13 PM

ORDER NO. : 916686-005

800003483738--7

CUSTOMER NO: 11654A

CUSTOMER: Ms. Jacky C. Portal
Holtzman Krinzman Equels &
2601 South Bayshore Drive
Suite 600
Miami, FL 33133

FOREIGN FILINGS

NAME: AXCEZ COMMUNICATIONS NORTH AMERICA, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis -- EXT# 1165

EXAMINER:

Handwritten signature and date 12-1-00

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED
00 DEC -1 PM 3:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
00 DEC -1 PM 4:21

APPROVED
AND
FILED

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY  
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT  
BUSINESS IN THE STATE OF FLORIDA.*

1. Name of foreign limited liability company:

**AXCEZ COMMUNICATIONS NORTH AMERICA, LLC,  
a Delaware limited liability company**

2. Jurisdiction under the law of which foreign limited liability company is organized:

**DELAWARE**

3. FEI number, if applicable: **Applied for**

4. Date of organization: **September 11, 2000**

5. Duration: **Perpetual**

6. Date first transaction business in Florida: **September 11, 2000**

7. Street Address: **Corporate Service Company, 2711 Centerville Road, Suite 400,  
Wilmington, Delaware 19805.**


8. If limited liability company is a manager-managed company, check here:

9. The name and usual business addresses of the managing members or managers are as follows:

**David P. Godwin  
2601 South Bayshore Drive, PH 1B  
Coconut Grove, Florida 33133**

10. Attached is an original certificate of existence, no more than 90 day old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized.

11. Nature of business or purposes to be conducted or promoted in Florida:  
**Telecommunications.**



**David P. Godwin**  
*Signature of Managing Member*

00 DEC 1 PM 4: 21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATE TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

**AXCEZ COMMUNICATIONS NORTH AMERICA, LLC,**  
a Delaware limited liability company

2. The name of the Florida street address of the registered agent and office are:

**HKE&F REGISTERED AGENT CORP.,**  
a Florida corporation

**2601 South Bayshore Drive, Suite 600  
Miami, Florida 33133**

*Having been named as registered agent and to accept service of process for the above stated limited liability company 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 as provided for in Chapter 608, F.S.*

**HKE&F REGISTERED AGENT CORP.,**  
a Florida corporation

By: Arthur J. Furia, V.P.  
Arthur J. Furia, Vice President

00 DEC - 1 PM 4: 21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

*State of Delaware*  
**Office of the Secretary of State**      PAGE 1

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AXCEZ COMMUNICATIONS NORTH AMERICA, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE ELEVENTH DAY OF SEPTEMBER, A.D. 2000.

APPROVED  
AND  
FILED

00 DEC - 1 PM 4: 21

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



Handwritten signature of Edward J. Freel in cursive.

Edward J. Freel, Secretary of State

3285844 8300

AUTHENTICATION: 0666305

001455900

DATE: 09-11-00