

Division of Corporations

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Florida Department of State
Division of Corporations
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To:
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Fax Number : (850) 922-4003

From:
Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES
Account Number : 110450000714
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FOREIGN PROFIT QUALIFICATION
TERREMARK WORLDWIDE, INC.

Certificate of Status	0
Certified Copy	1
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RECEIVED
00 MAY 12 PM 3:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

In compliance with §607.1503, FLORIDA STATUTES, the following is submitted to Register a FOREIGN CORPORATION TO TRANSACT BUSINESS in the State of Florida:

1. TERREMARK WORLDWIDE, INC.

(Name of Corporation adding the word "INCORPORATED", "COMPANY" OR "CORPORATION" or words or abbreviations of like import in language, as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. DELAWARE

(State or Country under the law of which is incorporated)

3. 52-1989122

(F.E.I Number, if applicable)

4. JULY 10, 1996

(Date of Incorporation)

5. PERPETUAL

(Duration: Year corporation will cease to exist) or "Perpetua

6. APRIL 28, 2000

(Date first transacted business in Florida. (See §607.1501, 607.1502, and §817.155 F.S.)

7. 2601 S. BAYSHORE DRIVE, COCONUT GROVE, FLORIDA 33133

(Current Mailing Address; please include city, state & zip code)

8. ANY LAWFUL BUSINESS

(Purpose(s) of corporation authorized in home State or Country to be carried out in the State of Florida.)

9. NAME AND STREET ADDRESS OF FLORIDA REGISTERED AGENT:

Name: ELLEN M. LEIBOVITCH

Office Address: ADORNO & ZEDER, P.A., 2601 S. BAYSHORE DRIVE, 16TH FLOOR

MIAMI, FLORIDA 33133

(Zip Code)

10. REGISTERED AGENT'S ACCEPTANCE: Having been named as the registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative 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's Signature

Date: MAY 11, 2000

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this

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application to the Florida Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of the state or country in which it is incorporated.

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12. NAME OF DIRECTORS and/or OFFICERS:

A. DIRECTORS:

Director: PLEASE SEE THE ATTACHED ADDENDUM FOR LIST OF DIRECTORS

Address: _____

Director: _____

Address: _____

B. OFFICERS:

President/Treasurer: PLEASE SEE THE ATTACHED ADDENDUM FOR LIST OF OFFICERS

Address: _____

Chief Executive Officer/

Chairman: _____

Address: _____

Executive Vice President/

Secretary: _____

Address: _____

Exec. Vice President: _____


Address: _____

Exec. Vice President: _____

Address: _____

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(NOTE: If necessary, you may attach an addendum to the application listing any additional officers and/or directors.)

13. 
(Signature of Chairman, Vice Chairman, or any Officer listed in #12)

Date: MAY 11, 2000

14. BRIAN K. GOODKIND, EXECUTIVE VICE PRESIDENT AND GENERAL COUNSEL
(Print or type Name and Title of person signing this application)

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ADDENDUM

LIST OF DIRECTORS AND OFFICERS OF TERREMARK WORLWIDE, INC.

DIRECTORS:

Director:	<u>MANUEL D. MEDINA</u>
Address:	<u>2601 S. BAYSHORE DRIVE, COCONUT GROVE, FLORIDA 33133</u>
Director:	<u>JOSEPH R. WRIGHT, JR.</u>
Address:	<u>2601 S. BAYSHORE DRIVE, COCONUT GROVE, FLORIDA 33133</u>
Director:	<u>JOEL A. SCHLEICHER</u>
Address:	<u>2601 S. BAYSHORE DRIVE, COCONUT GROVE, FLORIDA 33133</u>
Director:	<u>MARVIN S. ROSEN</u>
Address:	<u>2601 S. BAYSHORE DRIVE, COCONUT GROVE, FLORIDA 33133</u>
Director:	<u>KENNETH I. STARR</u>
Address:	<u>2601 S. BAYSHORE DRIVE, COCONUT GROVE, FLORIDA 33133</u>
Director:	<u>TIMOTHY ELWES</u>
Address:	<u>2601 S. BAYSHORE DRIVE, COCONUT GROVE, FLORIDA 33133</u>
Director:	<u>MIGUEL J. ROSENFELD</u>
Address:	<u>2601 S. BAYSHORE DRIVE, COCONUT GROVE, FLORIDA 33133</u>

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OFFICERS:

Name: MANUEL D. MEDINA

Title: PRESIDENT AND CHIEF EXECUTIVE OFFICER

Address: 2601 S. BAYSHORE DRIVE, COCONUT GROVE, FLORIDA 33133

Name: BRIAN K. GOODKIND

Title: EXECUTIVE VICE PRESIDENT AND GENERAL COUNSEL

Address: 2601 S. BAYSHORE DRIVE, COCONUT GROVE, FLORIDA 33133

Name: IRVING A. PADRON, JR.

Title: SENIOR VICE PRESIDENT AND CHIEF EXECUTIVE OFFICER

Address: 2601 S. BAYSHORE DRIVE, COCONUT GROVE, FLORIDA 33133

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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TERREMARK WORLDWIDE, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TENTH DAY OF MAY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TERREMARK WORLDWIDE, INC." WAS INCORPORATED ON THE TWENTIETH DAY OF JUNE, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



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Edward J. Freel, Secretary of State

AUTHENTICATION:

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DATE:

05-10-00