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ACCOUNT NO. : 072100000032

REFERENCE : 840067 4802844

AUTHORIZATION :

COST LIMIT : \$ 70.00

FILED
00 OCT -3 PM 3 24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : September 22, 2000

ORDER TIME : 1:07 PM

ORDER NO. : 840067-015

CUSTOMER NO: 4802844

CUSTOMER: Suzanne Knoll, Legal Assistant
Neal Gerber & Eisenberg
Two North Lasalle Street
Suite 2200
Chicago, IL 60602

100003412971--7

RECEIVED
00 OCT -3 PM 4 58
DEPARTMENT OF STATE
DIVISION OF CONCORDANCE
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: IFX/CELC II, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

BK 1013

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: IFX/CELC II, Inc.

(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Suzanne Knoll

(Name of Person)

Neal, Gerber & Eisenberg

(Firm/Company)

2 North LaSalle, Suite 2000

(Address)

Chicago, Illinois 60602

(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Suzanne Knoll

(Name of Person)

at (312) 269-5691

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☒ \$70.00 Filing Fee

☐ \$78.75 Filing Fee &
Certificate of Status

☐ \$78.75 Filing Fee &
Certified Copy

☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

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00 OCT -3 PM 3:24
TALLAHASSEE, FL 32314
SECRETARY OF STATE

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

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TALLAHASSEE, FLORIDA

1. IFX/CELC II, Inc.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "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 it is incorporated)

3. application pending

(FEI number, if applicable)

4. September 8, 2000

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification

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

7. 15050 N. W. 79th Court, Suite 200

Miami Lakes, FL 33016

(Current mailing address)

Own and lease equipment

8. _____
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301
(Zip code)

10. Registered agent's acceptance:

Having been named as 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.

Corporation Service Company

By: _____

BRIAN COURTNEY, ASST. V.P.

(Registered agent's signature) *as its agent*

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See Exhibit A attached hereto and made a part hereof.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: See Exhibit A attached hereto and made a part hereof.

Address: _____

Vice President: _____

Address: _____

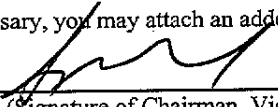
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Scott J. Bakal, Assistant Secretary
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**EXHIBIT A
TO
APPLICATION BY FOREIGN CORPORATION
FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
FOR
IFX/CELC II, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12. Name and address of its officers and/or directors:

A. DIRECTORS

Director:	Michael Shalom
Address:	15050 N.W. 79 th Court, Ste. 200, Miami Lakes, FL 33016
Director:	Joel Edelstein
Address:	15050 N.W. 79 th Court, Ste. 200, Miami Lakes, FL 33016

B. OFFICERS

Chief Executive Officer:	Michael Shalom
Address:	15050 N.W. 79 th Court, Ste. 200, Miami Lakes, FL 33016
President:	Joel Edelstein
Address:	15050 N.W. 79 th Court, Ste. 200, Miami Lakes, FL 33016
Secretary	Jose Leiman
Address:	15050 N.W. 79 th Court, Ste. 200, Miami Lakes, FL 33016
Assistant Secretary:	Scott Bakal
Address:	2 N. LaSalle Street, Chicago, IL 60602

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "IFX/CELC II, 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 TWENTY-SECOND DAY OF SEPTEMBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED
00 OCT -8 PM 3:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

3285646 8300

001478950

AUTHENTICATION: 0690555

DATE: 09-22-00