

FOI 000005836

CORPORATION(S) NAME

AT&T Latin America Corp.

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☒ Profit

☐ Nonprofit

☒ Foreign

☐ Limited Partnership

☐ LLC

☒ Certified Copy

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Amendment

☐ Dissolution/Withdrawal

☐ Reinstatement

☐ Annual Report

☐ Name Registration

☐ Fictitious Name

☐ Photocopies

☐ Call If Problem

☐ Will Wait

☐ Merger

☐ Mark

☐ Other

☐ Change of RA

☐ UCC

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660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

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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1. AT&T LATIN AMERICA CORP.

(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. 22-3687745

(FEI number, if applicable)

4. October 13, 1999

(Date of incorporation)

5. perpetual

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

6. Upon Qual.

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

7. 220 Alhambra Circle, Suite 900

Coral Gables, Florida 33134

(Current mailing address)

8. See Addendum 1

(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: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation

, Florida, 33324

(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.

CT Corporation System

Carrie Bryan Carrie Bryan, Special Asst. Secy.

(Registered agent's signature)

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) NOTE: Continued on Addendum 2

Chairman: Patricio Northland
Address: 220 Alhambra Circle - Suite 900
Coral Gables, FL 33134

Vice Chairman: N/A

Address: _____

Director: Edward M. Dyer

Address: 295 North Maple Ave.- Room 7149M2
Basking Ridge, NJ 07920

Director: John A. Haigh

Address: 295 North Maple Avenue - Room 3353J1
Basking Ridge, NJ 07920

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

President: Patricio Northland

Address: 220 Alhambra Circle - Suite 900
Coral Gables, FL 33134

Vice President: Nelson Murphy

Address: 220 Alhambra Circle - Suite 900
Coral Gables, FL 33134

Secretary: Thomas Canfield

Address: 220 Alhambra Circle - Suite 900
Coral Gables, FL 33134

Treasurer: Nelson Murphy

Address: 220 Alhambra Circle - Suite 900
Coral Gables, FL 33134

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

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

14. THOMAS C. CANFIELD
(Typed or printed name and capacity of person signing application)

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ADDENDUM 1

The purpose of the Corporation is to engage in the business of providing telecommunications services and related or incidental activities in the Territory.

"Territory" means Antigua and Barbuda, Argentina, Bahamas, Barbados, Bolivia, Brazil, Chile, Colombia, Dominica, Dominican Republic, Ecuador, Grenada, Guyana, Haiti, Jamaica, Panama, Paraguay, Peru, Saint Lucia, Saint Vincent and the Grenadines, Suriname, St. Kitts and Nevis, Trinidad and Tobago, Uruguay and Venezuela.

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ADDENDUM 2

ATTLA DIRECTORS

R. Reed Harrison III
900 Rt. 202-206 North
Room 4C115
Bedminster, NJ 07921

John C. Petrillo
295 North Maple Avenue
Room 4447F3
Basking Ridge, NJ 07920

Gary R. Weis
425 N. Martingale Road
Schaumburg, IL 06173-2254

Gary Ames
605 39th Avenue East
Seattle, Washington 98112

Jorge Montoya
Calle Altagracia
Edificio Proctor & Gamble
Sector Sorokaima
Urb. La Trinidad
Caracas, 1080 – Venezuela

David Kleinman
10425 South Hamilton
Chicago, IL 60643

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State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AT&T LATIN AMERICA CORP." 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 SEVENTH DAY OF NOVEMBER, A.D. 2001.

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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TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1431893

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DATE: 11-07-01