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LAW OFFICES
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MIAMI, FL 33131

June 8, 2000

MJH

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Telsurf Latin America, LLC

700003289997--5
-06/14/00--01115--011
****155.00 ****155.00

Sir/Madam:

Enclosed find two executed copies of the Articles of Organization along with a Resident Agent Form for the above referenced limited liability company. Also enclosed is my check in the amount of \$155.00. Please cause the enclosed to be filed immediately and return a certified copy to me at your earliest convenience.

Thank you for your prompt cooperation.

Very truly yours,

Martin Engels

cc:

23030_1.PSC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 14 AM 10:15

ARTICLES OF ORGANIZATION
OF
TELSURF LATIN AMERICA, L.L.C.
A Limited Liability Company

The undersigned does hereby execute, acknowledge and file the following Articles of Organization for the purpose of creating a limited liability company under the laws of the State of Florida.

ARTICLE I

The name of this limited liability company is: Telsurf Latin America, L.L.C.

ARTICLE II

The initial mailing and street address of the principal office of this limited liability company shall be:

5301 Blue Lagoon Drive
Suite 190
Miami, FL 33126

ARTICLE III

The name and street address of the initial registered agent of this limited liability company are as follows:

Alberto Castillo
5301 Blue Lagoon Drive
Suite 190
Miami, FL 33126

ARTICLE IV

The limited liability company shall be managed by one or more managers, and is, therefore, manager - managed company.

ARTICLE V

The limited liability company shall indemnify and/or insure each such person described in Florida Statutes Section 608.4363(7) to the fullest extent permitted by law, now existing or hereinafter enacted.

IN WITNESS WHEREOF, these Articles of Organization have been executed this 8th day of June, 2000.


Alberto Castillo

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 14 AM 10:15

CERTIFICATE OF REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

Having been named as registered agent 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, Florida Statutes.


Alberto Castillo