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**LIMITED LIABILITY COMPANY.**

**TELECOM INTERNATIONAL, L.L.C.**

Certificate of Status	0
Certified Copy	0
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ARTICLES OF ORGANIZATION

OF

TELECOM INTERNATIONAL, L.L.C.  
A Limited Liability Company

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ARTICLE I - NAME

The name of the limited liability company ("Company") is: TELECOM INTERNATIONAL, L.L.C.

ARTICLE II - ADDRESS

The mailing and street address of the Company's principal office is: 20801 Biscayne Boulevard, Suite 505, Aventura, Florida 33180.

ARTICLE III - DURATION

This Company shall have a duration of fifty (50) years from the date of filing of these Articles of Organization with the Florida Department of State. However, the duration can be extended by agreement among the Members, but shall not have a perpetual existence.

ARTICLE IV - REGISTERED AGENT AND OFFICE

The name of Company's initial registered agent in Florida is Jeffrey M. Perlow, Esq. The address of the registered agent's office in Florida is 20801 Biscayne Boulevard, Suite 505, Aventura, Florida 33180.

ARTICLE V - PURPOSE

This Company is organized for the purpose of transacting any or all lawful business for which a limited liability company may be organized pursuant to Chapter 608, Florida Statutes, as amended from time to time.

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ARTICLE VI - MANAGEMENT

The Company is to be managed by the following Manager, to serve until the first annual meeting of the Members or until the successors are elected and qualified. The Manager shall be: Falco Pasquale, whose address is 20801 Biscayne Boulevard, Suite 505, Aventura, Florida 33180.

ARTICLE VII - ADMISSION OF NEW MEMBERS

Members of the Company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

ARTICLE VIII - CONTINUATION OF COMPANY


The remaining Members of the Company shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member in accordance with the Operating Agreement.

ARTICLE IX - CONTRIBUTIONS

The total amount of cash and other property being contributed by the members of this Company are as follows:

<u>Name</u>	<u>Contribution</u>
Falco Pasquale	\$10.00

IN WITNESS WHEREOF, we have executed these Articles of Organization on this 4th day of AUGUST, 2000.

  
JEFFREY M. PERLOW, as authorized  
representative of member, Falco Pasquale

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STATE OF FLORIDA

COUNTY OF MIAMI-DADE

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SS:  
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The foregoing instrument was acknowledged before me this day 4th of AUGUST, 2000, by JEFFREY M. PERLOW, to me well known to be the person described in and who executed the foregoing Articles of Organization, that he acknowledged before me that he executed the same for the purposes therein expressed, and is personally known to me or have produced the following as identification: N/A

NOTARY PUBLIC

My commission expires:



Andre J. Siler  
MY COMMISSION # CC875789 EXPIRES  
November 21, 2003  
BONDED THRU TROY FARM INSURANCE, INC.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ACCEPTANCE BY REGISTERED AGENT

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 property 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.

DATED this 4th day of AUGUST, 2000.

  
JEFFREY M. PERLOW

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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