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2601 South Bayshore Drive
9th Floor
Miami, Florida 33133
305-856-3200
305-856-8190 (facsimile)

Terremark Worldwide, Inc.

November 13, 2000

Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: Terremark Technology Leasing, LLC

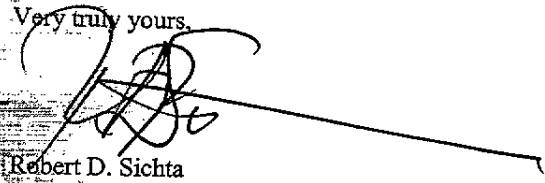
MJH

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation for Terremark Technology Leasing, LLC, together with a check in the amount of \$133.75 to cover the following costs: filing fee (\$100); registered agent fee (\$25); and, fee for return of certified copy of Articles (\$8.75).

Thank you for your kind attention in this matter.

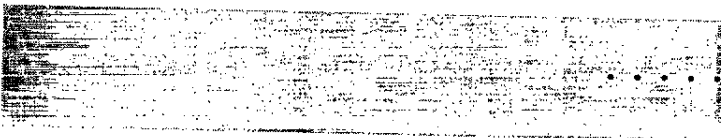
Very truly yours,


Robert D. Sichta
Corporate Assistant

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Enclosures



**ARTICLES OF ORGANIZATION
FOR
TERREMARK TECHNOLOGY LEASING, L.L.C.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLE I – NAME:

The name of the Limited Liability Company is Terremark Technology Leasing, L.L.C.

ARTICLE II – TERM OF EXISTENCE:

This Limited Liability Company shall have perpetual existence commencing on the date of filing these Articles of Organization with the Secretary of State of the State of Florida.

ARTICLE III – ADDRESS:

The principal office address and business mailing address of the Limited Liability Company is: 2601 South Bayshore Drive, Ninth Floor, Miami, Florida 33133. The members may from time to time change the street and post office address of the Limited Liability Company, as well as the location of its principal office.

ARTICLE IV – INITIAL REGISTERED OFFICE AND AGENT:

The street address of the initial registered office of this Limited Liability Company is 2601 South Bayshore Drive, Suite 1600, Miami, Florida, and the name of the initial registered agent of this Limited Liability Company is Ellen M. Leibovitch, Esq.

ARTICLE V – ADDITIONAL MEMBERS:

The members have the right to admit additional members upon written consent by each member as to the admission of an additional member.

ARTICLE VI – CONTINUATION OF BUSINESS:

The remaining members of the Limited Liability Company have the right to continue the business on the death, resignation, expulsion, bankruptcy, or dissolution of a member of the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company.

ARTICLE VII – MANAGEMENT:

This Limited Liability Company is to be managed by a member. The name and address of the initial managing member of this Limited Liability Company, who is to serve as manager until the first annual meeting of members or until their successors are elected and qualified is:

Terremark Worldwide, Inc.
2601 South Bayshore Drive, 9th Floor
Miami, Florida 33133
Attention: Robert D. Sichta, Assistant Secretary

ARTICLE VIII – AMENDMENT:

This Limited Liability Company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment hereto, in the manner provided by law.

ARTICLE IX – AUTHORIZED REPRESENTATIVE:

The name and address of the person signing these Articles is : Robert D. Sichta, 2601 South Bayshore Drive, 9th Floor, Miami, FL 33133.

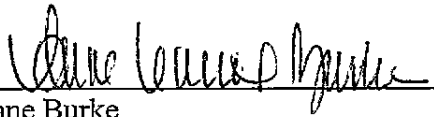
IN WITNESS WHEREOF, the undersigned authorized representative has executed these Articles of Organization this 13th day of November, 2000.



Authorized Representative

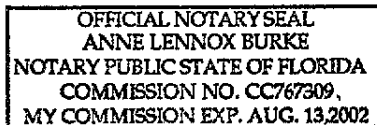
STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Robert D. Sichta, known to me to be the person who executed the foregoing Articles of Organization, and he acknowledged before me that he executed those Articles of Organization, done this 13 day of November, 2000.



Anne Burke
Notary Public, State of Florida

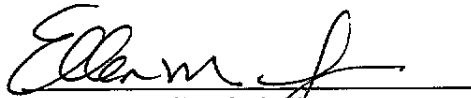
My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

Having been designated to accept service of process named to accept service of process for the above-stated Limited Liability Company, at the place set forth hereinabove, I hereby accept such designation and agree to act in such capacity and to comply with all provisions of Section 608.415 Florida Statutes.

Dated: November 13, 2000


Ellen M. Leibovitch, Esq.
Registered Agent