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Audit No. H01000044538 6

ARTICLES OF ORGANIZATION

OF

TELCUS CELL, LLC

<u>ARTICLE I</u>

The name of the limited liability company formed hereby is TELCUS CELL, LLC (the "Limited Liability Company").

ARTICLE II

The duration of the Limited Liability Company shall be perpetual.

ARTICLE III

The principal office and mailing address of the Limited Liability Company shall be as follows:

100 S.E. 2nd Street, 17th Floor Miami, Florida 33131

ARTICLE IV

The Registered Agent of the Limited Liability Company and his street address in the State of Florida are as follows:

Fred K. Lickstein, Esq. 100 S.E. 2nd Street, 17th Floor Miami, Florida 33131

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ARTICLE V

The Limited Liability Company shall be member managed.

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)

Fred K. Lickstein,

as Authorized Representative of the Members

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

Before me personally appeared Fred K. Lickstein, as Authorized Representative of the Members, who is personally known to me, or \Box who produced ______

as identification, to be the person who executed the foregoing Articles of Organization.

In witness whereof I have hereunto set my hand and official seal this 23 day of _______. $A \rho \nu J$ ______, 2001.

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Judith D. Rodman Notary Public, State of Florida Commission No. CC 673388 Boddet Tharkeds Fin. Neary Service & Boundard Co.

Notary

Print-Name: <u>TUD (TH D. Aap/UM)</u> My Commission expires: <u>LO/18/2001</u>

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CERTIFICATE OF DESIGNATION OF RESIDENT AGENT AND ACCEPTANCE OF DESIGNATION

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned limited liability company organized under the laws of the state of Florida, submits the following statement in designating its Registered Office and Registered Agent in the State of Florida:

1. The name of the limited liability company is TELCUS CELL, LLC

2. The name and address of the Registered Agent and Office is:

Fred K. Lickstein, Esq. 100 S.E. 2nd Street, 17th Floor Miami, Florida 33131

Having been named as Registered Agent and to accept service of process for the above stated limited liability company at the place designated in the 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 am familiar with and accept the obligations of my position as Registered Agent.

Fred K. Lickstein, Registered Agent

Date:

TELCUS CELL, LLC

Fred K. Lickstein, as Authorized Representative of the Members

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