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Florida Department of State

Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : MILAM & HOWARD, P.A.
Account Number : I20000000206
Phone : (904) 357-3660
Fax Number : (904) 357-3661

LIMITED LIABILITY COMPANY

ADS Telecom South Florida, LLC

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$125.00

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ARTICLES OF ORGANIZATION**OF****ADS TELECOM SOUTH FLORIDA, LLC**

Pursuant to the Florida Limited Liability Company Act, Chap. 608, Florida Statutes, as amended from time to time (the "Act"), the following are adopted as the Articles of Organization of the limited liability company organized hereby:

**ARTICLE I
NAME**

The name of this limited liability company (the "Company") shall be ADS Telecom South Florida, LLC.

**ARTICLE II
ADDRESS**

The mailing address and the street address of the principal office of this Company shall be One Oakwood Blvd, Suite 150, Hollywood, FL 33020.

**ARTICLE III
REGISTERED AGENT**

The initial registered office of this Company shall be 50 North Laura Street, Suite 2900, Jacksonville, Florida 32202, and its initial registered agent at such office shall be Milam & Howard, P.A.

**ARTICLE IV
MANAGEMENT OF THE COMPANY**

This Company will be a manager-managed company managed by one of its members or such other person as may be designated by the member, in accordance with and subject to the requirements of the Act and the operating agreement of this Company.

Prepared by G. Alan Howard, Esq.
Milam & Howard, P.A.
50 North Laura Street, Suite 2900
Jacksonville, FL 32202
(904) 357-3660
Florida Bar Number 629091

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TALLAHASSEE, FLORIDA
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IN WITNESS WHEREOF, the undersigned, as an authorized representative of a Member of this Company, has executed these Articles of Organization on behalf of this Company in accordance with §608.407 of the Act.

Dated: November 8, 2001

ADS Telecom, Inc.
Member

By: 

G. Alan Howard
Authorized Representative

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**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

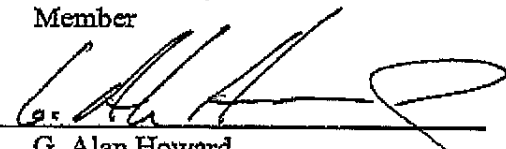
In compliance with Chapter 608, Florida Statutes, as amended from time to time (the "Act"), the following is submitted:

ADS Telecom South Florida, LLC, desiring to organize or qualify under the laws of the State of Florida as a limited liability company pursuant to the Act, hereby designates Milam & Howard, P.A., as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 50 North Laura Street, Suite 2900, Jacksonville, Florida 32202.

ADS TELECOM SOUTH FLORIDA, LLC

By: ADS Telecom, Inc.
Member

Dated: November 8, 2001

By: 
G. Alan Howard
Authorized Representative

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 agree to 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.

DATED this 8th day of November 2001.

MILAM & HOWARD, P.A.

By: 
G. Alan Howard, President

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