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| ACES 236 East 6th Avenue . Tallahassee, Florida 2303 INC. P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666 | |
| PICK UP 3/6 | 1 1/ 1/ |
| CERTIFIED COPY | cus 45 |
| РНОТО СОРУ | FILING LC PARE 7/27 PRILING LC PARE 7/27 PRILING PRILIP PRILIP PARE 7/27 |
| 1.) Z Jelecom LLC (CORPORATE NAME & DOCUMENT #) | PM 12: 52 |
| 2.)(CORPORATE NAME & DOCUMENT #) | SOUTH OF THE PARTY |
| 3.)(CORPORATE NAME & DOCUMENT #) | |
| 4.)(CORPORATE NAME & DOCUMENT #) | · · · · · · · · · · · · · · · · · · · |
| (CORPORATE NAME & DOCUMENT #) | 7000051715079 -03/27/0201030012 ****160.00 ****160.00 |
| SPECIAL INSTRUCTIONS | ****160.00 ****160.80 |

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

Article I - Name:

The name of the Limited Liability Company is:

Z TELECOM, LLC.

Article II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

7411 Miami Lakes Drive, Miami Lakes, FL 33014

Article III - Duration:

The period of duration for the Limited Liability Company shall be:

Perpetual.

Article IV - Management:

The Limited Liability Company is to be managed by the members, whose names and addresses are as follows:

RON COLLINS at 7411 Miami Lakes Drive, Miami Lakes, FL 33014. In addition, the said RON COLLINS is appointed as President and Secretary of the company for purposes of managing operations.

ARTICLE V - Admission of Additional Members:

The members, by vote of a majority of the outstanding percentage interests of the LLC, shall have the right to admit additional members, subject only to the terms and conditions of a membership agreement between the then existing members, should such an agreement exist at the time of the proposed additional membership.

ARTICLE VI - Members Rights to Continue Business:

In the event of the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the management of the business shall be carried on by the remaining members, but subject, however, to any terms and conditions set forth in any membership agreement between the then existing members, should such an agreement exist at the time of the occurrence of any such event.

SECRETARY OF STATE DIVISION OF CORPORATIONS

ARTICLE VII - Membership:

The undersigned member of Z TELECOM, LLC certifies:

1) That the above-named limited liability company initially has one (1) member(s), as follows:

RON COLLINS.

ARTICLE VIII - Registered Agent:

RON COLLINS is hereby appointed as Registered Agent, and the registered office of the company is hereby designated as 7411 Miami Lakes Drive, Miami Lakes, FL 33014.

RON COLLINS, as Member

The undersigned hereby accepts the position of registered agent for the said organization, and agrees to comply with all rules, regulations, laws, and the Florida Statutes relating thereto.

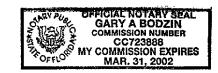
(IN ACCORDANCE WITH SECTION 608.408(3), FLORIDA STATUTES, THE EXECUTION OF THIS INSTRUMENT, CONSTITUTES AN AFFIRMATION UNDER PENALTIES OF PERJURY THAT THE PACTS STATED HEREIN ARE TRUE.)

RON COLLINS, as Registered Agent

STATE OF FLORIDA, COUNTY OF MIAMI-DADE

Before me, the undersigned authority, personally appeared RON COLLINS, who after being duly sworn, deposed upon his/her oath and stated that he/she executed the foregoing instrument, and that the facts therein contained are true and correct, to the best of his/her knowledge and belief, and he/she is personally known to me, and he/she did take an oath, this 26th day of March, 2002.

NOTARY PUBLIC, State of Florida at large



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