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## Thomas J. Skola Attorney at Law

Bank of America Tower 100 Southeast Second Street Suite 3300 Miami, Florida 33131-2148

Email: tjs@tskola.com Website: www.skolalaw.com

July 18, 2007

Telephone: (305) 577-3988

(305) 381-7116

Fax:

VIA FEDERAL EXPRESS AWB# 7982 2105 2694

Florida Department of State Division of Corporations 409 East Gaines Street Tallahassee FL 32399

Re: Suntech Intelligence Software Solutions LLC

Dear Sirs:

Enclosed are the Articles of Organization for Suntech Intelligence Software Solutions LLC, a Florida limited liability company, and our check in the amount of \$155.00.

Your prompt return of a certified copy of these Articles of Organization to my attention at the above address will be appreciated.

Sincerel

Thomas J. Skola, Esq.

TJS/sdr Enclosure

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## Articles of Organization for Suntech Intelligence Software Solutions LLC

The undersigned person, acting as the organizer of a limited liability company under the Florid Limited Liability Company Act, hereby adopts the following Articles of Organization:

- 1. Name. The name of this limited liability company is "Suntech Intelligence Software Solutions LLC" ("Company").
- 2. Duration. The Company's period of duration shall be perpetual from the date of the filing of these Articles of Organization with the Florida Secretary of State, unless sooner dissolved by the members or as provided by statute.
- 3. **Purpose.** The Company is organized to conduct all lawful purposes allowed under the Florida Limited Liability Company Act.
- 4. Principal Place of Business. The mailing and street address of its initial principal place of business are:

100 Southeast Second Street, Suite 3300 Miami, Florida 33131-2148

5. Registered Agent and Office. The name and address of its registered agent, whose "Consent to Appointment as Registered Agent" is included with these Articles, are:

Thomas J. Skola, Esq. 100 Southeast Second Street, Suite 3300 Miami, FL 33131-2148

The address of its registered office is:

100 Southeast Second Street, Suite 3300 Miami, FL 33131-2148

- 6. Capitalization. The capital contribution of its single member has a value of \$1,000.00.
- 7. Additional Capital Contributions of Members. Additional capital contributions may be contributed only upon the unanimous vote of the members, and no additional capital contribution will ever be required at the request of non-member third parties.
- 8. Admission of Additional Members. Additional members may be admitted only upon such terms as are unanimously agreed to by all members pursuant to the applicable provisions in the Operating Agreement.
- 9. Continuity. The members have the right to continue the business of the Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or occurrence of any other event which terminates the continued membership of a member in the Company. Continuation may occur only pursuant to the terms of the Operating Agreement and with the unanimous vote of the members.

10. Management. The business of the Company shall be managed by one or more managers and is, therefore, a manager-managed company. The name and mailing address of the initial Managing Director of the Company are:

Mauricio Ibarra Dobes 100 Southeast Second Street, Suite 3300 Miami, FL 33131-2148

11. Initial Member. The name and address of the initial single member of the Company are as follows:

Suntech Telecom Solutions Rua Lauro Linhares, 2123 Torre B, 4º andar 88036-302 - Florianópolis - SC Brazil

Dated this 18th day of July, 2007 liiu

Thomas J. Skola as the authorized representative of the single member

State of Florida ) ) ss County of Miami-Dade )

My Commission expires:

The foregoing Articles of Organization were acknowledged before me on this 18<sup>th</sup> day of July, 2007, by Thomas J. Skola, as an authorized representative of the single member, who has produced his passport for identification.

Anifido &. Cerrantes Notary Public

Name of Notary: <u>INIRIAA</u> CERURATES My Commission DD344200 Expires September 05, 2008

07 JUL 20 PH 2:

## **Consent to Appointment as 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 these Articles, 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 I am familiar with and accept the obligations of my position as registered agent, as provided for in Chapter 608, F.S.

our

Thomas J. Skola, as Registered Agent