

L9500000774

10/12/95

12:21 PM

((H95000011447)))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: CORPORATE CREATIONS INTERNATIONAL IN
401 OCEAN DR
SUITE 312
MIAMI BEACH FL 33139-0000
CONTACT: JOHNNY C RODRIGUEZ
PHONE: (305) 672-0686
FAX: (305) 672-9110

((H95000011447)))

DOCUMENT TYPE: LIMITED LIABILITY COMPANY

NAME: VIATEL, L.C.
FAX AUDIT NUMBER: H95000011447
DATE REQUESTED: 10/12/1995
CERTIFIED COPIES: 0
NUMBER OF PAGES: 4
ESTIMATED CHARGE: \$293.75

CURRENT STATUS: REQUESTED
TIME REQUESTED: 16:21:02
CERTIFICATE OF STATUS: 1
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 073171003004

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** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:

RECEIVED
10-12-95

FILED
OCT 13 AM 9:51
TALLAHASSEE, FLORIDA

10/13

10:31 PM OCT 13 1995
TALLAHASSEE, FLORIDA

**Articles of Organization
of
ViaTel, L.C.**

Article I. Name

The name of this Florida limited liability company is:

ViaTel, L.C.

Article II. Duration

The Company shall be dissolved on the earlier of 30 years from the date these Articles of Organization are filed with the Florida Department of State or on the occurrence of any of the events set forth in Section 608.441, Florida Statutes, unless the Company is continued by the consent of all the remaining members.

Article III. Address

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

ViaTel, L.C.
2400 East Commercial Boulevard, Suite 800
Ft. Lauderdale, FL 33308

Article IV. Registered Agent

The name and address of the registered agent of the Company is:

Corporate Creations Enterprises, Inc.
4521 PGA Boulevard, Suite 211
Palm Beach Gardens, FL 33418

Article V. Profits and Losses: Additional Members

The profits and losses of the Company shall be allocated to the members in accordance with and in proportion to their Percentage Interest (which shall be equal to the number of Units owned by a member divided by the total number of Units owned by all of the members), unless otherwise provided in the Regulations of the Company. Additional members to the Company may be admitted only if all the members agree to the admission of the additional members and to the terms of admission.

Article VI. Termination of Membership

If a member of the Company dies, retires, resigns, is expelled, becomes bankrupt, is dissolved, or on the occurrence of any other event which terminates the continued membership of a member in the Company, the business of the Company may be continued only if all the remaining members consent to the continuation.

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Article VII. Transferability of Member's Interest

No member shall have the right to assign the member's interest in the Company without the written agreement of all the members. If all the members do not approve the assignment, the assignee shall have no right to become a member, to participate in the management of the Company or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Article VIII. Managing Members

The Company shall be managed by managers. The names and addresses of such managers who are to serve as managers until the first annual meeting of members or until their successors are elected and qualify are:

Burel Sheppard
2400 East Commercial Boulevard, Suite 800
Ft. Lauderdale, FL 33308

Bruce Read
2400 East Commercial Boulevard, Suite 800
Ft. Lauderdale, FL 33308

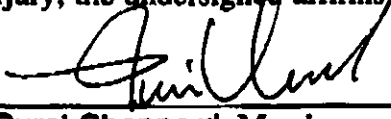
Article IX. Membership Certificate

A member's interest in the Company may be evidenced by a Membership Certificate issued by the Company.

Article X. Company Existence

The Company's existence shall begin effective as of October 12, 1995.

Under the penalties of perjury, the undersigned affirms that the facts stated herein are true.



Burel Sheppard, Member
by Luis A. Uriarte as attorney-in-fact

Date: October 12, 1995

H95000011447

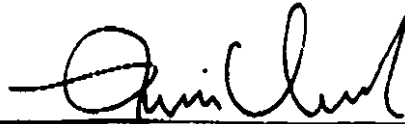
Affidavit of Capital Contributions

LIMITED LIABILITY COMPANY:
ViaTel, L.C.

The undersigned member deposes and says:

1. The above named Company has at least two members.
2. The total amount of initial cash contributed by the members is \$10.00.
3. The agreed value of property other than cash contributed by the members is zero.
(If the members contributed property other than cash, a description of the property is attached.)
4. The total amount of cash or property anticipated to be contributed by the members is \$100,000 or less.

Under the penalties of perjury, the undersigned affirms that the facts stated herein are true.



Burel Sheppard, Member
by Luis A. Uriarte as attorney-in-fact

Date: October 12, 1995

H95000011447

**Certificate of Designation
Registered Agent/Registered Office**

LIMITED LIABILITY COMPANY:
ViaTel, L.C.

REGISTERED AGENT:
Corporate Creations Enterprises, Inc.
4521 PGA Boulevard, Suite 211
Palm Beach Gardens, FL 33418

I agree to act as registered agent to accept service of process for the Company named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

Corporate Creations Enterprises, Inc.

By: 
Luis A. Uriarte, Vice President

Date: October 12, 1995

FILED
95 OCT 13 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Corporate Creations International Inc.
4521 PGA Boulevard
Palm Beach Gardens, FL 33418
(407) 694-8107

H95000011447

L95000000774

10/31/95

FLORIDA DIVISION OF CORPORATIONS

9:25 AM

PUBLIC ACCESS SYSTEM

((H95000012167)))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: CORPORATE CREATIONS INTERNATIONAL IN

DEPARTMENT OF STATE

401 OCEAN DR

STATE OF FLORIDA

SUITE 312

409 EAST GAINES STREET

MIAMI BEACH FL 33139-0000

TALLAHASSEE, FL 32399

CONTACT: JOSEPH C RODRIGUEZ

FAX: (904) 922-4000

PHONE: (305) 672-0686

FAX: (305) 672-9110

((H95000012167)))

DOCUMENT TYPE: LIMITED LIABILITY AMENDMENT

NAME: VIATEL, L.C.

FAX AUDIT NUMBER: H95000012167

CURRENT STATUS: REQUESTED

DATE REQUESTED: 10/31/1995

TIME REQUESTED: 09:25:33

CERTIFIED COPIES: 0

CERTIFICATE OF STATUS: 0

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Corporation - 96.11
File

FILED
95 NOV -1 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
95 NOV -1 AM 11:26
DIVISION OF CORPORATIONS

November 1, 1995

VIATEL, L.C.
2400 E. COMMERCIAL BLVD,
SUITE 800
FT. LAUDERDALE, FL 33308

SUBJECT: VIATEL, L.C.
REF: L95000000774

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Please entitle your document Certificate of Amendment.

The name and capacity of the person signing the document must be noted beneath or opposite the signature.

If you have any questions concerning this matter, please either respond in writing or call (904) 487-6902.

Linda Stitt
Corporate Specialist

Letter Number: 795A00048811

H95000012167

Certificate of Amendment

Article I. Name

The name of this Florida limited liability company is ViaTel, L.C. (the "Company").

Article II. Date Articles of Organization Filed

The Articles of Organization of the Company were filed on October 12, 1995.

Article III. Amendment

The Articles of Organization of the Company are amended to correct the spelling of the name of Manager Burel Sheppard in Article VIII to read as follows:

Burl Sheppard

An authorized representative of the Company executed these Articles of Amendment on November 1, 1995.

ViaTel, L.C.

By: 

Luis A. Uriarte

Its: Assistant Secretary

FILED
95 NOV -1 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H95000012167

L9500000774

11/08/95

FLORIDA DIVISION OF CORPORATIONS

4:31 PM

PUBLIC ACCESS SYSTEM

((H95000012601))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: CORPORATE CREATIONS INTERNATIONAL IN

DEPARTMENT OF STATE

401 OCEAN DR

STATE OF FLORIDA

SUITE 312

409 EAST GAINES STREET

MIAMI BEACH FL 33139-0000

TALLAHASSEE, FL 32399

CONTACT: JOSEPH C RODRIGUEZ

FAX: (904) 922-4000

PHONE: (305) 672-0686

FAX: (305) 672-9110

((H95000012601))

DOCUMENT TYPE: LIMITED LIABILITY AGREEMENT

NAME: VIATEL, L.C.

FAX AUDIT NUMBER: H95000012601

CURRENT STATUS: REQUESTED

DATE REQUESTED: 11/08/1995

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ESTIMATED CHARGE: \$52.50

ACCOUNT NUMBER: 073171003004

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1995 NOV -9 AM 10:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
95 NOV -9 AM 7:58
DIVISION OF CORPORATIONS

Name change.

LFT

H95000012601

Certificate of Amendment

Article I. Name

The name of this Florida limited liability company is ViaTel, L.C. (the "Company").

Article II. Date Articles of Organization Filed

The Articles of Organization of the Company were filed on October 12, 1995.

Article III. Amendment

The Articles of Organization of the Company are amended to change the name of the Company from ViaTel, L.C. to:

ViaNet International, L.C.

An authorized representative of the Company executed these Articles of Amendment on November 8, 1995.

ViaTel, L.C.

By: 

Luis A. Uriarte

Its: Assistant Secretary

FILED
1995 NOV -9 AM 10:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Corporate Creations International Inc.
401 Ocean Drive, Suite 312
Miami Beach, FL 33139
(305) 672-0686

H95000012601