



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 491204 11654A

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 155.00

ORDER DATE : November 23, 1999

ORDER TIME : 10:41 AM

ORDER NO. : 491204-005

CUSTOMER NO: 11654A

CUSTOMER: Judy Baxter, Legal Asst
HOLTZMAN KRINZMAN EQUELS &
HOLTZMAN KRINZMAN EQUELS &
2601 South Bayshore Drive
Suite 600
Miami, FL 33133

DOMESTIC FILING

NAME: INTERCOM NETWORK ACQUISITION
COMPANY, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

EXAMINER'S INITIALS:

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99 NOV 23 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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99 NOV 23 PM 12:13
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR
INTERCOM NETWORK ACQUISITION COMPANY, L.L.C.,
A FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

INTERCOM NETWORK ACQUISITION COMPANY, L.L.C.

ARTICLE II - Address:

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

2601 S. Bayshore Drive
Suite 700
Miami, Florida 33133

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ARTICLE III - Management:

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager-managed company.

DATED this 22 day of November, 1999.

Arthur J. Furia
Member or authorized representative
Print name: Arthur J. Furia

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTIONS 608.415 OR 608.507, FLORIDA
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

INTERCOM NETWORK ACQUISITION COMPANY, L.L.C.
2. The name and address of the registered agent and office is:

HKE&F Registered Agent Corp.
2601 S. Bayshore Drive
Suite 600
Miami, Florida 33133

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointments 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.

REGISTERED AGENT:

Arthur J. Furia, V.P.
Arthur J. Furia, Vice President
HKE&F Registered Agent Corp.

November 22, 1999
Date

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TALLAHASSEE FLORIDA