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**P000000K1042**

C T CORPORATION SYSTEM

Requestor's Name  
660 East Jefferson Street

Address  
Tallahassee, FL 32301 (850)222-1092  
City State Zip Phone

800003129258--6  
-02/09/00--01042--015  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

CORPORATION(S) NAME

*Terra Networks Services, Inc.*

- ☒ Profit *Articles*
- |  |   |  |
|--|---|--|
| <input type="checkbox"/> NonProfit                     | <input type="checkbox"/> Amendment              | <input type="checkbox"/> Merger          |
| <input type="checkbox"/> Limited Liability Company     | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark            |
| <input type="checkbox"/> Foreign                       | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Other           |
| <input type="checkbox"/> Limited Partnership           | <input type="checkbox"/> Reservation            | <input type="checkbox"/> Change of R/A   |
| <input type="checkbox"/> Reinstatement                 | <input type="checkbox"/> Photo Copies           | <input type="checkbox"/> Fictitious Name |
| <input type="checkbox"/> Limited Liability Partnership | <input type="checkbox"/> Call When Ready        | <input type="checkbox"/> Call if Problem |
| <input type="checkbox"/> Certified Copy                | <input type="checkbox"/> Will Wait              | <input type="checkbox"/> After 4:30      |
| <input type="checkbox"/> Call When Ready               |   | <input type="checkbox"/> Pick Up         |
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RECEIVED  
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DEPARTMENT OF STATE  
DIVISION OF COMMERCE  
TALLAHASSEE, FL 32301

**ARTICLES OF INCORPORATION**  
**OF**  
**TERRA NETWORKS SERVICES, INC.**

FILED  
00 FEB -9 PM 1:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**

The name of the corporation is TERRA NETWORKS SERVICES, INC. (the "Corporation").

**ARTICLE II**

The address of the principal office and the mailing address of the Corporation is 1001 Brickell Bay Drive, Miami, Florida 33131.

**ARTICLE III**

This Corporation shall have authority to issue One Thousand (1,000) shares of Common Stock having a par value of \$0.01 per share.

**ARTICLE IV**

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

**ARTICLE V**

The name and address of the Corporation's initial registered office is CT Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324.

**ARTICLE VI**

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws.

**ARTICLE VII**

The name of the Incorporator is Jose A. Santos, Jr. and the address of the Incorporator is 1221 Brickell Avenue, 22<sup>nd</sup> Floor, Miami, Florida 33131.

**ARTICLE VIII**

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

**IN WITNESS WHEREOF**, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 8<sup>th</sup> day of February, 2000.

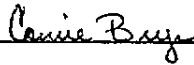
  
\_\_\_\_\_  
Jose A. Santos, Jr., Incorporator

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of TERRA NETWORKS SERVICES, INC. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

CT CORPORATION SYSTEM

CONNIE BRYAN  
SPECIAL ASSISTANT SECRETARY

  
\_\_\_\_\_

as Agent for the Registered Agent

Dated: February 9<sup>th</sup>, 2000

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