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Florida Department of State
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To:
Division of Corporations
Fax Number : (850)922-4001

From:
Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC
Account Number : 075350000353
Phone : (212) 431-5000
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SECRETARY OF STATE
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FLORIDA PROFIT CORPORATION OR P.A.

Atlantic Telecom Systems, Inc.

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ARTICLES OF INCORPORATION**OF****Atlantic Telecom Systems, Inc.**

THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607, of the Revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is: Atlantic Telecom Systems, Inc.
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is 1,000,000 shares with a par value of \$.01.
5. The principal physical and mailing address of the corporation will be: 5849 Okeechobee Blvd, Suite 201, West Palm Beach, Florida 33417 and the name of its initial registered agent at such address is: Jed A. Stabler
6. The name and address of the sole incorporator is:
Lizbeth Rivera, c/o Blumberg Excelsior Corporate Services, Inc.,
62 White Street, 2nd Floor, New York, NY 10013

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: June 14, 2000


Lizbeth Rivera
Sole Incorporator

Blumberg Excelsior Corporate Services
62 White Street
New York, NY 10013
(212) 431-5000

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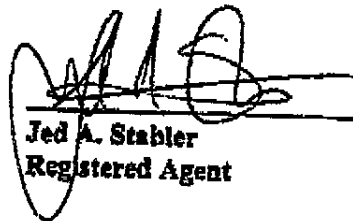
ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered Agent for Atlantic Telecom Systems, Inc. the within named corporation.

Dated: June 14, 2000


Jed A. Stabler
Registered Agent

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