

P00000106469

2601 South Bayshore Drive
9th Floor
Miami, Florida 33133
305-856-3200
305-856-8190 (facsimile)

Terremark Worldwide, Inc.

November 9, 2000

Division of Corporations
PO Box 6327
Tallahassee, FL 32314

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*****78.75 *****78.75

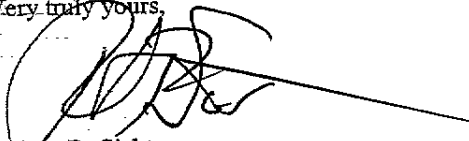
RE: TerreNAP Data Centers, Inc.

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation for TerreNAP Data Centers, Inc., together with a check in the amount of \$78.75 to cover the following costs: filing fee (\$35); registered agent fee (\$35); and, fee for return of certified copy of Articles (\$8.75).

Thank you for your kind attention in this matter.

Very truly yours,


Robert D. Sichta
Corporate Assistant

FILED
NOV 13 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures

D. BROWN NOV 15 2000

**ARTICLES OF INCORPORATION
OF
TerreNAP DATA CENTERS, INC.**

FILED
00 NOV 13 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME AND BUSINESS ADDRESS

The name of this Corporation is TerreNAP Data Centers, Inc. Its principal office address and business mailing address is 2601 South Bayshore Drive, Ninth Floor, Miami, Florida 33133.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 10,000 shares of common stock, having a par value of \$.01 per share.

**ARTICLE V - INITIAL
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation shall be 2601 South Bayshore Drive, Suite 1600, Miami, Florida 33133, and the initial registered agent of this Corporation at such office shall be Ellen M. Leibovitch, who upon accepting this designation agrees to comply with the provisions of Chapters 48 and 607, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of three members. The number of directors may be increased or decreased from time to time by vote of the Board of Directors, but in no case shall the number of directors be less than one nor more than nine. The names and addresses of the directors constituting the initial Board of Directors are:

<u>Name</u>	<u>Address</u>
Manuel D. Medina	2601 South Bayshore Drive Ninth Floor Miami, Florida 33133
Brian K. Goodkind	2601 South Bayshore Drive Ninth Floor Miami, Florida 33133
Irving A. Padron, Jr.	2601 South Bayshore Drive Ninth Floor Miami, Florida 33133

ARTICLE VII - INCORPORATOR

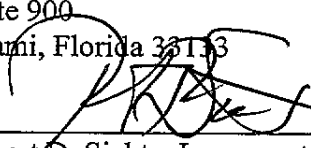
The name and street address of the person signing these Articles of Incorporation is:

Name

Address

Robert D. Sichta

2601 South Bayshore Drive
Suite 900
Miami, Florida 33133

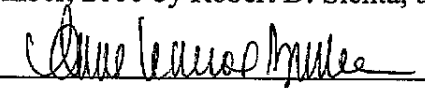

Robert D. Sichta, Incorporator

STATE OF FLORIDA)

) SS:

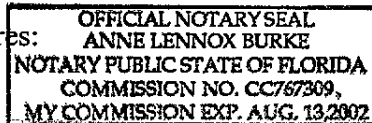
COUNTY OF MIAMI-DADE)

The foregoing Articles of Incorporation of TerreNAP Data Centers, Inc., were acknowledged before me this 9 day of November, 2000 by Robert D. Sichta, as Incorporator, who is personally known to me.


Anne Burke

Notary Public, State of Florida
(seal)

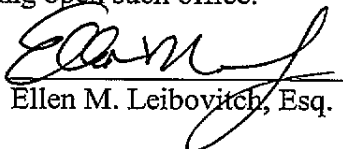
My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for TerreNAP Data Centers, Inc., at the place designated in the Articles of Incorporation, Ellen M. Leibovitch agrees to act in this capacity and is familiar with, and accepts, the obligations of such position, and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open such office.

Dated: November 9th, 2000


Ellen M. Leibovitch, Esq.

FILED
00 NOV 13 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA