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SHUTTS & BOWEN LLP

TEL:3053477370

P. 002

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.
MIAMI TELCO AND CABLE EQUIPMENT, INC.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 1 |
| Page Count | 04 |
| Estimated Charge | \$78.75 |

FAX AUDIT NO. H010000178565

**ARTICLES OF INCORPORATION
OF
MIAMI TELCO AND CABLE EQUIPMENT, INC.**

ARTICLE I - NAME

The name of this Corporation is MIAMI TELCO AND CABLE EQUIPMENT, INC.,
and its address is 8130 N.W. 66th Street, Miami, Florida

ARTICLE II - DURATION

This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This Corporation may engage in any activity or business permitted under the laws
of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 10,000 shares of \$.01 par value common
stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is Corporation Company
of Miami, and its address is 201 S. Biscayne Boulevard, 1600 Miami Center, Miami, Florida
33131.

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be increased or decreased from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial Directors of this Corporation are:

| <u>NAME</u> | <u>ADDRESS</u> |
|--------------|---|
| Daniel Marin | 445 Grand Bay Drive, #401 Key Biscayne, Florida |
| Dano Barak | Cuba 2870, Departamento 5 Capital Federal, Argentina |

ARTICLE VII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX - INCORPORATOR

The name of the person signing these Articles is Brian L. Belt, Esq. and his address is: 201 South Biscayne Boulevard, Suite 1500, Miami, Florida 33131.

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SHUTTS & BOWEN LLP

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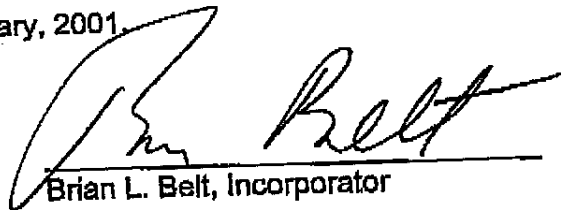
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ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 15th day of February, 2001.


Brian L. Belt, Incorporator

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS 15TH DAY OF FEBRUARY, 2001.

CORPORATION COMPANY OF MIAMI

By: 
Liana Lima Tommasi, Assistant Secretary

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