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Florida Department of State
 Division of Corporations
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From:
 Account Name : BERRIZ & GIRALDO P.A.
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SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

NEXTCORP, INC. *OK Fax May 18*

Certificate of Status	0
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Page Count	05
Estimated Charge	\$78.75

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 21, 2001

BERRIZ & GIRALDO

SUBJECT: NEXTCORP, INC.
REF: W01000011470

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MRS NEYSA :

The shares are 50
OF \$50

par value individual

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ARTICLES OF INCORPORATION

OF
NEXTCORP, INC.

THE UNDERSIGNED, has executed the following document
as incorporator of the above name corporation, a corporation organized under
the laws of the State of Florida, and all rights, duties and obligations of the
undersigned as incorporate, and those of the corporation, are to be determined
in accordance with the law of the State of Florida.

ARTICLE I

The name of this corporation shall be:

NEXTCORP, INC.

ARTICLE II

This corporation shall commence existence upon the filing of these
Articles of Incorporation by the Department of State, State of Florida, and shall
have perpetual existence.

ARTICLE III

The general nature of the business and objects and purposes to be
transacted and carried on by this corporation are to do any and all of the things
herein mentioned, as fully and to the same extent as natural persons might do,
viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:
To have perpetual succession by its corporate

name:

NEXTCORP, INC.

XIMENA MENDOZA
4080 SW 84 AV
MIAMI, FL 33155
305-4859300

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ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is the total sum of 50 shares, having an individual par value of \$50.00

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE V

The street address of the initial registered office and the name of the initial Resident Agent of this corporation shall be:

RAFAEL GARCIA
3480 SW 59 PLACE
FORT LAUDERDALE, FL. 33312

The principal office shall be:

3480 SW 59 PLACE
FORT LAUDERDALE, FL. 33312

THE STOCKHOLDER'S FOR THIS CORPORATION IS:

ITELCOM, E.U.
CRA. 33 # 96-01
BOGOTA-COLOMBIA

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ARTICLE VI

The initial Board of Directors shall consist of a total of **ONE (01)** persons, and the name and address of the person who is to serve as an initial director is:

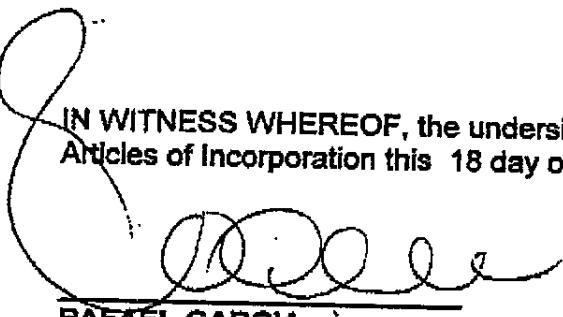
**RAFAEL GARCIA
3480 SW 59 PLACE
FORT LAUDERDALE, FL. 33312**

PRESIDENT

The name and address of the incorporator executing these Articles of Incorporation is

**RAFAEL GARCIA
3480 SW 59 PLACE
FORT LAUDERDALE, FL. 33312**

IN WITNESS WHEREOF, the undersigned incorporator has (ve) executed these Articles of Incorporation this 18 day of MAY, 2001


RAFAEL GARCIA

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provision of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The Name of the corporation is:

NEXTCORP, INC.

2. The Name and Address of the registered agent and office is

RAFAEL GARCIA
3480 SW 59 PLACE
FORT LAUDERDALE, FL. 33312

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT 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.

SIGNATURE


Bated: MAY 18, 2001

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