

Division of Corporations

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P010000064029**Florida Department of State**

Division of Corporations

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To:

Division of Corporations

Fax Number : (850)205-0381

DAS

From:

Account Name : CORPORATION SERVICE COMPANY

Account Number : 120000000195

Phone : (850)521-1000

Fax Number : (850)521-1030

01 JUL 12 AM 9:02
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS**FLORIDA PROFIT CORPORATION OR P.A.****NEUTRAL TELECOM, INC.**

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION
OF
NEUTRAL TELECOM, INC.

ARTICLE I

NAME: The name of the corporation shall be:

Neutral Telecom, Inc.

ARTICLE II

PRINCIPAL OFFICE: The address of the principal office and the mailing address of the corporation is:
10505 NW 29 Terrace, Miami, Florida 33172.

ARTICLE III

DURATION: The existence of the corporation shall be perpetual, and shall commence upon the filing of these Articles of Incorporation with the Secretary of the State of Florida.

ARTICLE IV

PURPOSE: The corporation may engage in any activity or business which is permitted under the laws of the United States and of the State of Florida, as these laws now exist and as they may exist in the future.

ARTICLE V

CAPITAL STRUCTURE: This corporation is authorized to issue 10,000 (ten thousand) shares of One Dollar (\$1.00) per value common stock.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT: The street address of the initial registered office of this corporation shall be:

1500 San Remo Avenue, Suite 220
Coral Gables, FL 33146.

and the initial registered agent of this corporation at that address shall be:

Alan H. Lubitz.

ARTICLE VII

INITIAL BOARD OF DIRECTORS: This corporation shall initially have two Directors. The number of Directors may be increased or decreased from time to time in the manner provided for in the By-Laws; but at no time shall there be any less than one Director of this corporation. The names and addresses of the initial members of the Board of Directors are:

Cesar DeLaRosa
10505 NW 29 Terrace
Miami, Florida 33172

Gabriel Tarrau
10505 NW 29 Terrace
Miami, Florida 33172

LOCATION:

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DIVISION OF CORPORATIONS

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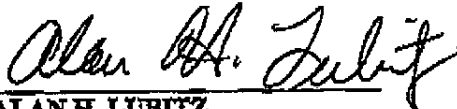
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ARTICLE VIII

INCORPORATOR: The name and address of the person executing these Articles of Incorporation is:

Alan H. Lubitz
1500 San Remo Avenue, Suite 220
Coral Gables, FL 33146.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, in Coral Gables, Florida, this 12th day of July, 2001.


ALAN H. LUBITZ

DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

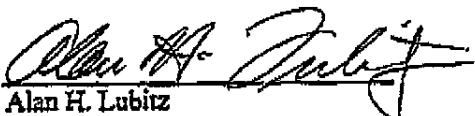
Pursuant to the provision of F. S. 607.0501, the Undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida:

1. The name of the corporation is: Neutral Telecom, Inc.
2. The name of the registered agent is: ALAN H. LUBITZ.
3. The address of the registered agent/registered office is:
1500 San Remo Avenue, Suite No. 220, Coral Gables, Florida 33146.

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ACCEPTANCE

Having being named as registered agent and designated to accept service of process for the above corporation, I hereby accept the appointment as registered agent and agree to act in that 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 positions as registered agent.

Signature: 

Alan H. Lubitz

Date: July 12, 2001

LOCATION:

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