

PO1000085169

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Department of State
Division of Corporations
409. E. Gaines St.
Tallahassee, FL 32399

Subject: METRO DATA CENTER CORPORATION
(proposed corporate name)

Enclosed please find an original and one copy of the articles
of incorporation for the above corporation and check in the
amount of \$ 78.75.

From: Jose Escarpio 800004557949--8
----- -08/27/01--01089--020
10661 N. KENOSALL DR. S. 204 *****78.75 *****78.75
MIAMI FL 33176
(305) 275-0055

01 AUG 27 PM 2:50
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Jose Escarpio GAVE

RA
address

BS 8/28/01

ARTICLES OF INCORPORATION
OF
METRO DATA CENTER CORPORATION

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation shall be:

METRO DATA CENTER CORPORATION

ARTICLE II - ADDRESS

The address of the principal office until further notice
is: 10631 N. Kendall Dr.- Sec. Floor, Miami, FL 33176.

ARTICLE III - CAPITAL STOCK

The number of shares that this corporation is authorized
to have outstanding is seven hundred fifty thousand (750,000)
common shares at one dollar (\$1.00) par value each.

ARTICLE IV - INITIAL REGISTERED AGENT AND OFFICE

The initial registered agent of this corporation is: Juan P.
De Vivero and the registered office is 10631 N. Kendall Dr.
Sec. Floor, Miami, FL 33176.

ARTICLE V - INCORPORATOR

The name and street address of the incorporator to these
Articles of Incorporation is:

Juan P. De Vivero
10631 N. Kendall Dr. Sec. Floor
Miami, FL 33176.

ARTICLE VI - DURATION

This corporation shall have a perpetual existence unless
dissolved according to law.

ARTICLE VII - PURPOSE

The purposes for which this corporation is organized are:

- (a) To engage and transact any and all lawful business which corporations normally do within the State of Florida.
- (b) To operate any legal business at the wholesale or retail level (or both) including but not limited to an internet service, provider and related.

ARTICLE VIII - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any agent, to the full extent permitted by law.

ARTICLE IX - INITIAL BOARD OF DIRECTORS

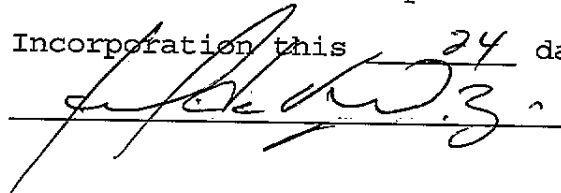
The business of this corporation shall be managed by a Board of Directors consisting of one or more members, the exact number to be determined from time to time in accordance with the By-Laws. The initial Board of Directors shall consist of one director as follows:

Juan P. De Vivero Director, President and Treasurer
10631 N. Kendall Dr. - Sec. Floor, Miami, FL 33176

ARTICLE X - BY-LAWS

The Board of Director shall adopt By-Laws for this Corporation which may be amended, altered or repealed by the shareholders or directors in any manner permitted by law.

The undersigned incorporator has executed these Articles of Incorporation this 24 day of August 2001.

 , Juan P. De Vivero

CERTIFICATE OF DESIGNATION

FILED

REGISTERED AGENT/REGISTERED OFFICE

01 AUG 27 PM 2:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registererd agent, in the State of Florida.

1. The name of the corporation is _____

METRO DATA CENTER CORPORATION

2. The name and address of the registered agent and office is:

Name Juan P. De Vivero

Address 10631 N. Kendall Dr. - Sec. Floor, Miami, FL 33176

The following officer of this corporation has authorized the above person and office to be its registered agent and registered office.

Signature 

President

Title _____

Date 08-24-2001

ACCEPTANCE BY AGENT

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 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 

Date 08-24-2001