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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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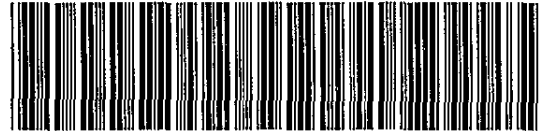
(Business Entity Name)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

104-27131

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

Terremark Worldwide, Inc.

July 9, 2004

Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

RE: Optical Communications, Inc.

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation for Optical Communications, 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
Assistant Secretary

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

Enclosures as noted

**ARTICLES OF INCORPORATION
OF
OPTICAL COMMUNICATIONS, INC.**

ARTICLE I - NAME AND BUSINESS ADDRESS

The name of this Corporation is Optical Communications, 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, Ninth Floor, Miami, Florida 33133, and the initial registered agent of this Corporation at such office shall be Robert D. Sichta, 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.

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

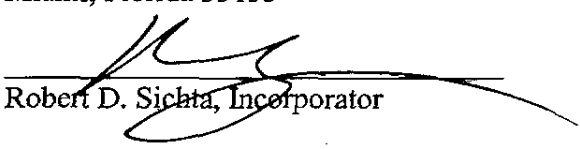
The initial Board of Directors shall consist of three members. The number of directors may be increased or decreased from time to time by vote of the Board of Directors, but in no case shall the number of directors be less than one nor more than nine. The names and addresses of the directors constituting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

<u>Name</u>	<u>Address</u>
Manuel D. Medina	2601 South Bayshore Drive Ninth Floor Miami, Florida 33133
Joseph R. Wright, Jr.	2601 South Bayshore Drive Ninth Floor Miami, Florida 33133
Arthur L. Money	2601 South Bayshore Drive Ninth Floor Miami, Florida 33133

ARTICLE VII - INCORPORATOR

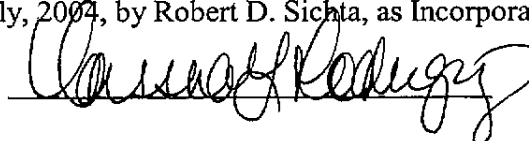
The name and street address of the person signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Robert D. Sichta	2601 South Bayshore Drive Ninth Floor Miami, Florida 33133


Robert D. Sichta, Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

The foregoing Articles of Incorporation of Optical Communications, Inc., were acknowledged before me this 19th day of July, 2004, by Robert D. Sichta, as Incorporator, who is personally known to me.



Notary Public, State of Florida
(seal)

My Commission Expires:

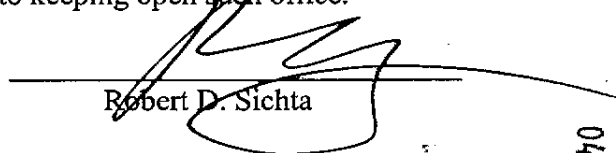


Vassna L. Rodriguez
MY COMMISSION # DD092657 EXPIRES
February 14, 2006
BONDED THRU TROY FAIN INSURANCE, INC.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Optical Communications, Inc., at the place designated in the Articles of Incorporation, Robert D. Sichta 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: July 19, 2004



Robert D. Sichta

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