

**Electronic Articles of Incorporation
For**

P05000159700
FILED
December 06, 2005
Sec. Of State
jshivers

TELEFONICA DE LAS AMERICAS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

TELEFONICA DE LAS AMERICAS, INC.

Article II

The principal place of business address:

3250 MARY STREET
407
COCONUT GROVE, FL. 33133

The mailing address of the corporation is:

3250 MARY STREET
407
COCONUT GROVE, FL. 33133

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

AUGUSTO F SANTIAGO
3250 MARY STREET
407
COCONUT GROVE, FL. 33133

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: AUGUSTO F. SANTIAGO

Article VI

The name and address of the incorporator is:

AUGUSTO F. SANTIAGO
3250 MARY STREET
SUITE 407
COCONUT GROVE, FL 33133

Incorporator Signature: AUGUSTO F. SANTIAGO

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
AUGUSTO F SANTIAGO
3250 MARY STREET, SUITE 407
COCONUT GROVE, FL. 33133

Title: VP
AUGUSTO F SANTIAGO
3250 MARY STREET, SUITE 407
COCONUT GROVE, FL. 33133

Title: T
AUGUSTO F SANTIAGO
3250 MARY STREET, SUITE 407
COCONUT GROVE, FL. 33133

Title: S
AUGUSTO F SANTIAGO
3250 MARY STREET, SUITE 407
COCONUT GROVE, FL. 33133

Title: D
AUGUSTO F SANTIAGO
3250 MARY STREET, SUITE 407
COCONUT GROVE, FL. 33133

Article VIII

The effective date for this corporation shall be:

12/06/2005