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2/06/96 FLORIDA DIVISION OF CORPORATIONS 1:36 PM
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PHONE: (305) 541-3894
FAX: (305) 541-3770
(((H96000001754))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: TELECOLOMBIA COMMUNICATIONS, INC.
FAX AUDIT NUMBER: H96000001754 CURRENT STATUS: REQUESTED
DATE REQUESTED: 02/06/1996 TIME REQUESTED: 13:30:08
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
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CERTIFICATE OF INCORPORATION

-of-

TELECOLOMBIA COMMUNICATIONS, INC.

I, the undersigned, for the purposes of forming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges, and immunities of Corporations for Profit.

ARTICLE ONE

The Name of the Corporation shall be TELECOLOMBIA COMMUNICATIONS, INC.

ARTICLE TWO

The Corporation may engage in any activity or business permitted under the Laws of the State of Florida and the United States.

ARTICLE THREE

The Corporation is authorized to have 500 shares of Stock at a Par Value of \$1.00 per share, outstanding.

ARTICLE FOUR

The Amount of Capital that which the Corporation shall begin business with shall not be less than FIVE HUNDRED DOLLARS.

Prepared by:
ANDREW IVES, ESQUIRE,
Florida Bar No. 0964115
8781 S.W. 131st Street
Miami, Florida 33176
(305) 232-3445

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TALLAHASSEE, FLORIDA

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ARTICLE FIVE

The Corporation shall have perpetual existence.

ARTICLE SIX

The registered office and principal place of business for this corporation shall be 444 Brickell Ave. Suite 820 , Miami, Fla, 33131

ARTICLE SEVEN

The number of Directors shall not be less than one.

ARTICLE EIGHT

The Names and Post office addresses of the first Board of Directors, who subject to the provisions of the Certificate of Incorporation and by-laws of the Corporation Laws of the State of Florida, shall hold office for the First Year of the corporation's existence, or until their successors are elected and have qualified, are:

Luis G. Coello, 444 Brickell Ave. Suite 820, Miami, Fla. 33131
Pres, Secretary-Treasure, Director

ARTICLE NINE

The Names and Addresses of the Subscribers to the Certificates of Incorporation are:

Luis G. Coello, 444 Brickell Ave. Suite 820, Miami, Fla. 33131

ARTICLE TEN

The Registered Agent for said Corporation is:

Luis G. Coello, 444 Brickell Ave. Suite 820 Miami, Fla. 33131

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ARTICLE ELEVEN

The Corporation shall have all the rights and powers as Set Forth in the Florida Statutes, applicable to Corporations for Profit.

I THE UNDERSIGNED, being the original Subscriber to the Capital Stock hereinabove named for the purpose of Forming a Corporation for Profit to do business, both with and without the State of Florida, do hereby make, subscribe, acknowledge and file this certificate, hereby declaring that the facts herein stated are true, and have hereunto set my hand and seals this 5th day of January, 1996.

Luis G. Coello (SEAL)

STATE OF FLORIDA }
 } ss
COUNTY OF DADE }

ON THIS DAY, BEFORE ME, personally appeared: Luis G. Coello the Party to the foregoing Certificate of Incorporation known to me personally to be such or produced the following identification FL Dr Lic and Know to me, and acknowledged the said Certificate to be free and voluntary act and Deed of them, and that each statement and fact are therein truly Set Forth.

WITNESS my hand and Notarial Seal at Miami, Florida on this 5 th day of January, 1996.

D. J. Evans
NOTARY PUBLIC-STATE OF FLORIDA AT LARGE

My Commission Expires:



IRELA C EVANS
My Commission CC385710
Expires Jun. 23, 1998
Bonded by ANB
800-452-5678

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**CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE
FOR SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

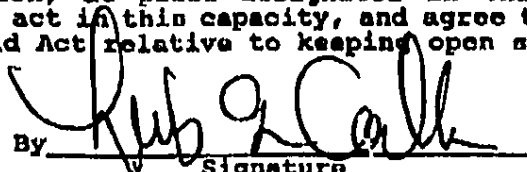
In pursuance of Chapter 607.34 Florida Statutes, the following
is submitted, in compliance with said Act:

First-That TELECOLOMBIA INC. desiring to organize under the
COMMUNICATIONS,
laws of the State of Florida with its principal office, as
indicated in the articles of incorporation at City of Miami, County
of Dade, State of Florida has named Luis G. Coello agent located at
444 Brickell Ave. Suite 820, City of Miami, County of Dade, State
of Florida 33131, as its agent to accept service of process within
this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate. I
hereby accept to act in this capacity, and agree to comply with the
provision of said Act relative to keeping open said office.

By



Signature
Registered Agent
Luis G. Coello

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TALLAHASSEE, FLORIDA

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