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SECTION 1, CHAPTER 617,  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 924704 4330594

AUTHORIZATION : *Patricia Piquit*

COST LIMIT : \$122.50

ORDER DATE : April 19, 1996

ORDER TIME : 3:38 PM

ORDER NO. : 924704

CUSTOMER NO: 4330594

CUSTOMER: Justin Wilson, Legal Assistant  
ADORNO & ZEDER, P.A.

800001788858

Suite 1600  
2601 South Bayshore Drive  
Miami, FL 33133

DOMESTIC FILING

NAME: TERREMARK CENTRE, INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea C. Mabry

EXAMINER'S INITIALS:

*XH*  
*4-22-96*

ARTICLES OF INCORPORATION  
OF  
TERREMARK CENTRE, INC.

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SEAL  
TALLAHASSEE, FLORIDA

The undersigned Incorporator for purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

- FIRST: The name of the Corporation is TERREMARK CENTRE, INC. (the "Corporation").
- SECOND: The street address of the initial principal office and mailing address of the Corporation is 2601 South Bayshore Drive, PH-1, Miami, Florida 33133.
- THIRD: The Corporation is authorized to issue 1,000 shares of Common Stock, par value \$1.00 per share.
- FOURTH: The street address of the initial registered office of the Corporation is: 2601 South Bayshore Drive, Suite 1600, Miami, Florida 33133 and the Registered Agent at that address is: Brian K. Goodkind.
- FIFTH: The name and address of the incorporator of the Corporation is: Brian K. Goodkind, Esq., 2601 South Bayshore Drive, Suite 1600, Miami, Florida 33133.
- SIXTH: The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- SEVENTH: The Corporation shall have two directors initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The names and addresses of the initial directors of the Corporation are:

Manuel D. Medina  
2601 South Bayshore Drive  
PH-1  
Miami, Florida 33133

Teresa Perez-Cisneros  
2601 South Bayshore Drive  
PH-1  
Miami, Florida 33133

Brian K. Goodkind  
Florida Bar Number 347795  
Adorno & Zeder, P.A.  
2601 South Bayshore Drive  
Suite 1600  
Miami, Florida 33133

EIGHTH: The existence of the Corporation shall commence upon the filing of these Articles of Incorporation, and shall be perpetual.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 8th day of April, 1996.



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Brian K. Goodkind, Esq.,  
Incorporator

ACCEPTANCE OF APPOINTMENT

OF

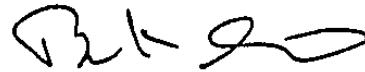
REGISTERED AGENT

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SECRET  
TALLAHASSEE, FLORIDA

I hereby accept the appointment as Registered Agent of TERREMARK CENTRE, INC. contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.



Brian K. Goodkind,  
Registered Agent