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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

CINITEL FLORIDA, INC.

ARTICLE I - NAME

The name of this corporation is CINITEL FLORIDA, INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office and the mailing address of the corporation shall be 5009 Park Central Drive, Orlando, Florida 32839.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of ONE CENT (\$0.01) par value common stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 215 North Eola Drive, Orlando, Florida 32801, and the name of the initial registered agent of this corporation at that address is Loran A. Johnson.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). The names and addresses of the initial directors are as follows:

Henry Morton

1090 Don Mills Rd., Ste. 600
Don Mills, Toronto, Ontario M3C 3R6

This document was prepared by:

LORAN A. JOHNSON, ESQ.

Florida Bar Number: 339350
Lowndes, Drosdick, Doster, Kantor & Reed, P.A.
P. O. Box 2809
Orlando, Florida 32802-2809
(407) 843-4600

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Paul Morton

1090 Don Mills Rd., Ste. 600
Don Mills, Toronto, Ontario M3C 3R6

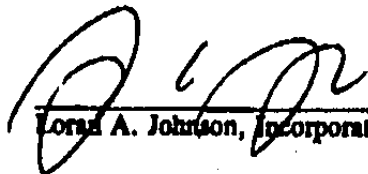
ARTICLE VI - INCORPORATOR

The name and address of the person signing these Articles are as follows:

Loran A. Johnson

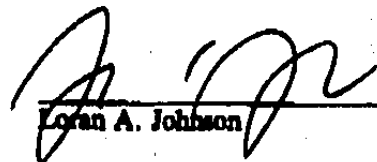
215 North Eola Drive
Orlando, Florida 32801

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


Loran A. Johnson, Incorporator

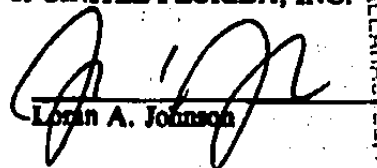
ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of CINTTEL FLORIDA, INC.


Loran A. Johnson

WAIVER OF SUBSCRIPTION RIGHTS

The undersigned hereby waives any rights of subscription which may have accrued by virtue of the undersigned acting as Incorporator of CINTTEL FLORIDA, INC.


Loran A. Johnson

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