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networks

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ACCOUNT NO. : 072100000032

REFERENCE : 204557 9267A

AUTHORIZATION : *Patricia Pyjute*

COST LIMIT : \$ 122.50

ORDER DATE : December 30, 1996

ORDER TIME : 1:35 PM

ORDER NO. : 204557-005

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CUSTOMER NO: 9267A

CUSTOMER: Wm. Middlethon, Jr., Esq  
WILLIAM R. MIDDELTHON, JR., ESQ

5th Floor, Coconut Grove Bank  
2701 South Bayshore Drive  
Miami, FL 33133-5387

DOMESTIC FILING

NAME: TELEMiami, INC.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

FILED  
96 DEC 30 PM 4:04  
STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
96 DEC 30 PM 3:23  
DIVISION OF CORPORATIONS  
*Dme*  
*12/30/96*

ARTICLES OF INCORPORATION  
OF  
TELEMIAMI, INC.

FILED  
96 DEC 30 PM 4:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

TELEMIAMI, INC.

The address of the principal office of this corporation shall be 1378 Coral Way, 4th Floor, Miami, Florida 33145, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Felix M. Diaz	1378 Coral Way, 4th Floor
Dir./Pres./Sec./Treas.	Miami, Florida 33145

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company, on December 30, 1996.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap  
Its Agent, Laura R. Dunlap

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Florida corporation to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap  
Its Agent, Laura R. Dunlap

LRD/dwl