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HOLLAND & KNIGHT

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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: HOLLAND & KNIGHT (FT. LAUDERDALE)

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NAME: INTERROUTE ACQUISITION CORP.

AUDIT NUMBER.....H98000015090

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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**ARTICLES OF INCORPORATION  
OF  
INTERROUTE ACQUISITION CORP.**

The undersigned, acting as incorporator of INTERROUTE ACQUISITION CORP. (the "Corporation"), pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I. NAME**

The name of the Corporation is:

**INTERROUTE ACQUISITION CORP.**

**ARTICLE II. ADDRESSES**

The principal place of business and mailing address of the Corporation is 110-72 Corona Avenue, Corona, New York 11368.

**ARTICLE III. COMMENCEMENT OF EXISTENCE**

The existence of the Corporation will commence at 12:01 A.M. on the date of filing of these Articles of Incorporation.

**ARTICLE IV. PURPOSE**

The Corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

**ARTICLE V. AUTHORIZED SHARES**

The maximum number of shares that the Corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$0.01 per share.

**ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 701 Brickell Avenue, Suite 3000, Miami, Florida 33131, and the name of the Corporation's initial registered agent at that address is Intrastate Registered Agent Corporation.

Constance Barnhart, Esq.  
FL Bar No. 0060380  
Holland & Knight LLP  
One East Broward Blvd Ste. 1300  
Ft. Lauderdale, FL 33301  
(954) 525-1000

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**ARTICLE VII. INCORPORATOR**

The name and street address of the incorporator is:

**Name****Address**

Constance Barnhart

One East Broward Boulevard, Suite 1300  
Fort Lauderdale, FL 33301

The incorporator of the Corporation assigns to this Corporation her rights under Section 607.0201, Florida Statutes, to constitute a corporation, and she assigns to those persons designated by the board of directors any rights she may have as incorporator to acquire any of the capital stock of this Corporation, this assignment becoming effective on the date corporate existence begins.

**ARTICLE VIII. BYLAWS**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 13th day of August, 1998.

Constance R. Barnhart  
Constance Barnhart, Incorporator

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That Interoute Acquisition Corp., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 701 Brickell Avenue, Suite 3000, Miami, State of Florida, has named Intrastate Registered Agent Corporation as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the Corporation named above, at the place designated in this certificate, the undersigned agrees to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and acknowledges it is familiar with, and accepts, the obligations of that position.

**INTRASTATE REGISTERED AGENT  
CORPORATION**

By: 

Donn Beloff, Vice President

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