P9900017034

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SECRETARY OF STATE

VOLOIS VOCOS



March 1st, 2004

Florida Department of State Amendment Section P.O. Box 6327 Tallahassee, Florida 32314

Re: Atento USA, Inc.

P99000017034

Dear Sir or Madam:

Enclosed please find the Articles of Dissolution, Unanimous Written Consent and Notice of Corporate Dissolution of Atento USA, Inc. to be filed in accordance with Section 607.1403 of the Florida Business Corporation Act. This dissolution will be effective as of December 31, 2003.

We hereby include a Money Order for the amount of \$43.75 to cover \$35.00 for filing fees plus \$8.75 to cover the certified copy costs.

I am including a pre stamped self-addressed envelope so as to receive evidence or documents certifying that the articles of dissolution were filed, in order for us to have it in our records.

If you have any questions regarding this matter, please do not hesitate to contact the undersigned at (787) 273-5630 or fax any documents to (787) 749-5880. If you need to mail any documents, please send them to the following address: P.O. Box 70325, San Juan, Puerto Rico 00936-8325.

Sincerely,

Maria D. Pizarro-Figueroa Corporate Legal Counsel

ARTICLES OF DISSOLUTION ATENTO USA, INC.



Pursuant to Section 607.1403, Florida Statutes, this Florida Corporation submits the following Articles of Dissolution to the Department of State of Florida.

- 1. The name of the Corporation is Atento USA, Inc. (the "Corporation").
- 2. The Corporation's Articles of Incorporation were filed with the Department of State on February 19, 1999.
- 3. The document number of this Corporation is P99000017034.
- 4. The Corporation elected to be dissolved by Unanimous Written Consent of its Board of Directors and its Sole Shareholder; the Number of votes cast for dissolution being sufficient for approval.

In Witness Whereof, the undersigned have executed these Articles of Dissolution on behalf of the Corporation as of this 1st day of March, 2004.

María D. Pizarro-Figueroa Secretary

Notice of Corporate Dissolution

This notice is submitted by the dissolved corporation named below for resolution of payment of unknown-claims against this corporation as provided in s. 607.1407, F.S. This "Notice of Corporate Dissolution" is optional and is not required when filing a voluntary dissolution. Name of Corporation: ATENTO USA, INC. (P99000017034) Date of dissolution will be the date the dissolution is filed with the Department of State or as specified in the Articles of Dissolution. Description of information that must be included in a claim: Parties, description of the claim, date of facts. Mailing address where claims can be sent: (Claims cannot be sent to the Division of Corporations) Telefonica Larga Distancia, Inc. Metro Office Park - Street 2 - Building 17 - Suite 600 Guaynabo, Puerto Rico 00968 A claim against the above named corporation will be barred unless a proceeding to enforce the claim is commenced within 4 years after the filing of this notice. María D. Pizarro-Figueroa Printed Name of the Person Filing

Fee: No charge if included with Articles of Dissolution. If filed separately \$35.00