



THE UNITED STATES
CORPORATION
COMPANY

099000096331

ACCOUNT NO. : 072100000032

REFERENCE : 452495 4384197

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 78.75

ORDER DATE : November 2, 1999

ORDER TIME : 10:12 AM

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ORDER NO. : 452495-005

CUSTOMER NO: 4384197

CUSTOMER: Lori Mohr, Paralegal
DUANE MORRIS & HECKSCHER LLP
DUANE MORRIS & HECKSCHER LLP
200 South Biscayne Blvd.
Ste 3410
Miami, FL 33131

DOMESTIC FILING

NAME: USVI COMMUNICATIONS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 NOV -2 PM 12:33

RECEIVED
99 NOV -2 AM 10:49
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

State of Florida
Articles of Incorporation
of

USVI COMMUNICATIONS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 NOV -2 PM 12:33

The undersigned, acting as incorporator of a corporation under the Business Corporation Act adopts the following Articles of Incorporation:

First: The name of the corporation is:

USVI Communications, Inc.

Second: The principal business office and mailing address of the corporation is:

**1402 JFK Causeway, Suite 240
North Bay Village, Florida 33141**

Third: The period of its duration is perpetual unless sooner dissolved.

Fourth: The purpose for which the corporation is organized is to engage in the transaction of any or all lawful activity for which corporations may be organized under the provisions of the Florida Business Corporation Act.

Fifth: The Board of Directors of the corporation shall consist of such number as is fixed in accordance with the bylaws.

Sixth: The aggregate number of shares which the corporation shall have authority to issue is 1000 shares, and the par value of each such share is .01¢. All such shares are of one class and are designated as common stock.

Seventh: The street address of the initial registered office of the corporation is 200 South Biscayne Boulevard, Suite 3410, Miami, Florida 33131, and the name of the initial registered agent at such address is Miles L. Plaskett, Esq.

Eighth: The initial Board of Directors of the corporation shall consist of one person. The name and address of the person who is to serve as director until the initial meeting of shareholders or until his successor is elected and shall qualify is:

**Rick Nielsen
7904 West Drive, Suite 502
North Bay Village, Florida 33141**

Ninth: The name and address of the incorporator is:


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99 NOV -2 PM 12: 33

Miles L. Plaskett, Esq.
Duane, Morris & Heckscher LLP
200 South Biscayne Boulevard, Suite 3410
Miami, Florida 33131


Miles L. Plaskett, Incorporator

Miles L. Plaskett, Esq., having been designated to act as Registered Agent, hereby agrees to act in this capacity.


Miles L. Plaskett, Esq.
Duane, Morris & Heckscher, LLP
200 South Biscayne Boulevard
Suite 3410
Miami, Florida 33131

STATE OF FLORIDA)


) : SS

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 1st day of November, 1999, by Miles L. Plaskett, Esq., who is personally known to me.


Notary Public, State of Florida

(seal)


Type or Print Name

My Commission Expires:

MIA5668.1

