

File Copy



**CERTIFICATE OF INCORPORATION
OF A PRIVATE LIMITED COMPANY**

Company No. 6056401

The Registrar of Companies for England and Wales hereby certifies that
GC IMPSAT HOLDINGS III LIMITED

is this day incorporated under the Companies Act 1985 as a private
company and that the company is limited.

Given at Companies House, Cardiff, the 17th January 2007



NO 6056401S



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

The above information was communicated in non-legible form and authenticated by the
Registrar of Companies under section 710A of the Companies Act 1985

Yo, la infrascrita, Eleanor Frances Alison FOGAN, Notario Público con vecindad y ejercicio en la Ciudad de Londres, Inglaterra, por la Autoridad Real debidamente admitida y juramentada,



CERTIFICO Y DOY FE

QUE he mandado que se hiciera una investigación del expediente mantenido en la Oficina del Registro de Sociedades de Inglaterra y Gales relativo a la Sociedad denominada "GC IMPSAT HOLDINGS III LIMITED" y, a raíz de la citada investigación, he comprobado:

QUE "GC IMPSAT HOLDINGS III LIMITED" es una sociedad privada con responsabilidad limitada debidamente constituida el día 17 de enero de 2007, inscrita en el mencionado Registro bajo el número 6056401 y con domicilio social en 5th Floor, 1 London Bridge, Londres SE1 9BG, Inglaterra.

Y QUE el documento fotostático en inglés adjunto al presente es copia fiel y exacta del Certificado de Constitución de la referida Sociedad, extraído del mencionado expediente.

PARA QUE CONSTE Y OBRE los efectos conducentes, expido la presente que firmo y sello en Londres, Inglaterra, el día de hoy veintidós de septiembre de dos mil nueve.

Eleanor Frances Alison FOGAN
Notario Público de Londres, Inglaterra



APOSTILLE

(CONVENTION DE LA HAYE DU 5 OCTOBRE 1961)



1. COUNTRY: UNITED STATES OF AMERICA
2. THIS PUBLIC DOCUMENT HAS BEEN SIGNED BY:
ARLENE C BELL
3. ACTING IN THE CAPACITY OF:
NOTARY PUBLIC OF NEW JERSEY
4. BEARS THE SEAL/STAMP OF:
ARLENE C BELL, NOTARY

CERTIFIED

5. AT TRENTON, NEW JERSEY
6. THE 12TH DAY OF AUGUST 2009
7. BY: R. David Rousseau, NEW JERSEY TREASURER
8. NO: A371854
9. SEAL/STAMP:
10. SIGNATURE



Certificate Number: 115063235

Verify this certificate at

https://www1.state.nj.us/TYTR_StandingCert/JSP/Verify_Cert.jsp

SECRETARY'S CERTIFICATE



I, Mitchell C. Sussis, do hereby certify as follows:

1. I am the Secretary of GC Impsat Holdings II Limited, a company incorporated in England and Wales, registered number 6056399 (the "Company") and shareholder of GC Impsat Holdings III Limited a company incorporated in England and Wales, registered number 6056401.
- 2.. Attached hereto as Annex A are the true and correct copies of the nominal share certificates for GC Impsat Holdings II Limited, GC Impsat Holdings III Limited and Global Crossing Comunicaciones S.A., as in affect on the date hereof.

IN WITNESS WHEREOF, I have hereunto set my hand as of the date and year set forth below.

Mitchell C. Sussis

Mitchell C. Sussis
Secretary

Date: August 10, 2009

Sworn to and subscribed
before me this
10th day of Aug. 2009

Arlene C. Bell

ARLENE C. BELL
Commission # 2047583
Notary Public, State of New Jersey
My Commission Expires
August 03, 2013

NO. 02 GC DYNAST HOLDINGS II LIMITED 70,639,359 SHARES
 REGISTERED NUMBER: 60516399
 Incorporated under the Companies Act,
Capital £75,641,000
 Divided into 75,641,000 £1.00 SHARES

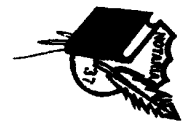
This is to Certify GC DYNAST HOLDINGS II PLC of 5TH Floor, 1 LONDON BRIDGE,
LONDON SE1 9SG
 is the Registered Proprietor of 75,639,359 Shares of £ 1.00 each, in the above-named
 Company, numbered from 2 to 75,639,359 inclusive, subject to the Memorandum and Articles of Association of
 the Company; and that upon each of such Shares the sum of £ 1.00 has been paid.

Witness under the Common Seal of the above Company, this 25 day of May 2007

OF under the signature of a director and the secretary or alternatively two directors of the company in accordance with the provision
 of section 36A (4) of the Companies Act 1985, there being no requirement for a common seal.

John B. Michael Director M. H. Sun Secretary

NOTE: No transfer of any of the above-mentioned Shares can be registered until
 this Certificate has been deposited at the Company's Registered Office



NO. 03

SC IMPREST HOLDINGS II LIMITED

REGISTERED NUMBER: 6056399

Incorporated under the Companies Act,

1,517,742 SHARES

Capital

£75,671,000

Divided into 75,671,000 ordinary £1.00 shares

This is to Certify

that SC IMPREST HOLDINGS II LIMITED of 5TH FLOOR, 2 LONDON BRIDGE, LONDON SE1 9AB, is the Registered Proprietor of 1,517,742 Shares of £1.00 each, in the above-named Company, numbered from 20,629,261 to 22,157,102 inclusive, subject to the Memorandum and Articles of Association of the Company, and that upon each of such Shares the sum of £1.00 has been paid.

Witness under the Common Seal of the above Company, this 13TH day of March 2007

Or in the presence of a director and the secretary or alternatively two directors of the company in accordance with the provision of section 36A (4) of the Companies Act 1985, there being no requirement for a common seal.

John B. McNamee

Director

M. H. H.

Secretary

NOTE:- No transfer of any of the above-mentioned Shares can be registered until this Certificate has been deposited at the Company's Registered Office

SC

NO. 04 SC IMPAT HOLDINGS LTD LIMITED 3,528,990 SHARES

REGISTERED NUMBER: 6056399
Incorporated under the Companies Act,

Capital £100,000,000

Divided into 100,000,000 ordinary shares

This is to Certify that SC IMPAT HOLDINGS LTD of 5TH Floor, 2 LONDON BRIDGE
W.C.
is the Registered Proprietor of 3,528,990 Shares of £1.00 each, in the above-named
Company, numbered from 0137,103 to 35,626,990 inclusive, subject to the Memorandum and Articles of Association of
the Company, and that upon each of such Shares the sum of £1.00 has been paid.

Witness under the Common Seal of the above Company, this 5TH day of SEPTEMBER 1997

Or under the signatures of a director and the secretary or alternatively two directors of the company in accordance with the provision
of Section 36A (4) of the Companies Act 1985, there being no requirement for a common seal.

John B. McNamee
Director

M. L. L.
Secretary

NOTE: No transfer of any of the above-mentioned Shares can be registered until
the Certificate has been deposited at the Company's Registered Office

SC

NO. 02

GC IMPACT HOLDINGS III LIMITED
(REGISTERED NUMBER: 6036401)

5,167,510 SHARES

Incorporated under the Companies Act,

Capital ~ ~ ~ £5,171,000

Divided into 5,171,000 ordinary £1.00 shares

This is to Certify that GC IMPACT HOLDINGS III LIMITED of ST. FLORENCE, 11, LAURENCE ROAD, LONDON SE1 9ST

is the Registered Proprietor of 5,167,510 Shares of £ 1.00 each, in the above-named

Company, numbered from 2 to 5,167,511 inclusive, subject to the Memorandum and Articles of Association of

the Company, and that upon each of such Shares the sum of £ 1.00 has been paid.

@22% under the Common Seal of the above Company, this 7TH day of MAY 2007

OR under the signatures of a director and the secretary or alternatively two directors of the company in accordance with the provision of section 36A (4) of the Companies Act 1985, there being no requirement for a common seal.

John B. McIntyre
Directors

John B. McIntyre
Secretary

NOTE: No transfer of any of the above-mentioned Shares can be registered until this Certificate has been deposited at the Company's Registered Office

SC

TITULO # 5

Por: US \$ 2'208.889

Por 2'208.889 acciones
suscritas de US \$ 1 cada una,
numeradas del 1 al 2'121.756 y
del 2'121.758 al 2'208.890.

**GLOBAL CROSSING
COMUNICACIONES
ECUADOR S.A.**

Participante a:
**GC BMSAT HOLDINGS II
LTD.**

Quito, 9 de junio de 2008

Recibí conforme,

EL ACCIONISTA

**GLOBAL CROSSING COMUNICACIONES
ECUADOR S.A.**

Domicilio: QUITO-ECUADOR

CAPITAL SUSCRITO US \$ 2'208.891
DIVIDIDO EN 2'208.891 ACCIONES
DE US \$ 1 CADA UNA
CAPITAL AUTORIZADO US \$ 3'600.000

TITULO # 5
POR 2'208.889 ACCIONES
POR US \$ 2'208.889

GLOBAL CROSSING COMUNICACIONES ECUADOR S.A. se constituyó
mediante escritura pública otorgada ante el Notario Virgilio Ochoa del cantón Quito el 26 de
junio de 1993 y se inscribió en el Registro Mercantil del cantón Quito bajo el número 1540,
folio 134 el 8 de julio de 1993.

Este certificado acredita que GC Inpsat Holdings II Ltd. ha suscrito 2'208.889 acciones
de US \$ 1 cada una, numeradas del 1 al 2'121.756 y del 2'121.758 al 2'208.890.

En consecuencia el propietario de estas acciones goza de todos los derechos y tiene las
correspondientes obligaciones establecidas en la Ley y en el Estatuto Social.

Quito, a 9 de junio de 2008

PRESIDENTE EJECUTIVO

TITULO # 6

Por: US \$ 2

Por 2 acciones suscritas de US
\$ 1 cada una, con los
números 2'121.757 y 2'208.891

GLOBAL CROSSING
COMUNICACIONES
ECUADOR S.A.

Pertenece a:
GC IMPSAT HOLDINGS III
LTD.

Quito, 9 de junio de 2008

Recibí constancia
EL ACCIONISTA

GLOBAL CROSSING COMUNICACIONES
ECUADOR S.A.

Domicilio: QUITO-ECUADOR

CAPITAL SUSCRITO US \$ 2'208.891
DEVIDIDO EN 2'208.891 ACCIONES
DE US \$ 1 CADA UNA
CAPITAL AUTORIZADO US \$ 3'600.000

TITULO # 6
POR 2 ACCIONES
POR US \$ 2

GLOBAL CROSSING COMUNICACIONES ECUADOR S.A. se constituyó
mediante escritura pública otorgada ante el Notario Vigilante Ochoa del cantón Quito el 26 de
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En consecuencia el propietario de estas acciones goza de todos los derechos y tiene las
correspondientes obligaciones establecidas en la Ley y en el Estatuto Social.

Quito, 9 de junio de 2008

PRESIDENTE EJECUTIVO

El presente documento es una copia de la escritura pública de constitución de la sociedad GLOBAL CROSSING COMUNICACIONES ECUADOR S.A. inscrita en el Registro Mercantil del cantón Quito, tomo 124, folio 1540, el 8 de julio de 1993. Este documento es válido para acreditar la existencia de la sociedad y sus acciones.

15 de junio de 2008

EL NOTARIO

[Firma]

[Firma]

DE PINNA
NOTARIES

Yo, la infrascrita, Eleanor Frances Alison FOGAN, Notario Público con vecindad y ejercicio en la Ciudad de Londres, Inglaterra, por la Autoridad Real debidamente admitida y juramentada,



CERTIFICO Y DOY FE

QUE he mandado que se hiciera una investigación del expediente mantenido en la Oficina del Registro de Sociedades de Inglaterra y Gales relativo a la Sociedad denominada **"GC IMPSAT HOLDINGS III LIMITED"** y, a raíz de la citada investigación, he comprobado:

QUE "GC IMPSAT HOLDINGS III LIMITED" es una sociedad privada con responsabilidad limitada debidamente constituida el día 17 de enero de 2007, inscrita en el mencionado Registro bajo el número **6056401** y con domicilio social en **5th Floor, 1 London Bridge, Londres SE1 9BG, Inglaterra.**

Y QUE el documento fotostático en inglés adjunto al presente es copia fiel y exacta del Certificado de Constitución de la referida Sociedad, extraído del mencionado expediente.

Y PARA QUE CONSTE Y OBRE los efectos conducentes, expido la presente que firmo y sello en Londres, Inglaterra, el día de hoy veintidós de septiembre de dos mil nueve.

Eleanor Frances Alison FOGAN
Notario Público de Londres, Inglaterra



APOSTILLE
(Hague Convention of 5 October 1961 / Convention de La Haye du 5 octobre 1961)

UNITED KINGDOM OF GREAT BRITAIN AND NORTHERN IRELAND

1. Country: United Kingdom of Great Britain and Northern Ireland
Pays: Royaume-Uni de Grande-Bretagne et d'Irlande du Nord

This public document / Le présent acte public

2. Has been signed by / a été signé par Eleanor Frances Alison Fogan
3. Acting in the capacity of / agissant en qualité de Notary Public
4. Bears the seal/stamp of / est revêtu du sceau/timbre de The Said Notary Public

5. at London/à Londres
6. the/le 22 September 2009
7. by Her Majesty's Principal Secretary of State for Foreign and Commonwealth Affairs /
par le Secrétaire d'Etat Principal de Sa Majesté aux Affaires Etrangères et du Commonwealth.
8. Number/sous No **I280513**
9. Stamp:
timbre:

10. Signature: S Rapp 



For the Secretary of State / Pour le Secrétaire d'Etat

If this document is to be used in a country which is not party to the Hague Convention of 5 October 1961, it should be presented to the consular section of the mission representing that country. An apostille or legalisation certificate only confirms that the signature, seal or stamp on the document is genuine. It does not mean that the contents of the document are correct or that the Foreign & Commonwealth Office approves of the contents.

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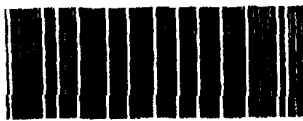
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OF A PRIVATE LIMITED COMPANY**

Company No. 6056401

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company and that the company is limited.

Given at Companies House, Cardiff, the 17th January 2007



NO 6056401S



Companies House
— for the record —

The above information was communicated in non-legible form and authenticated by the
Registrar of Companies under section 710A of the Companies Act 1985

DECLARO CERTIFICADO QUE LA PRESENTE ES EL FOLIO O FOLIOS DEL DOCUMENTO QUE ANTE
EL MISMO QUE ME FUE PRESENTADO POR EL INTERESADO EN
DOS.....FOJA(S) ÚTIL(ES), HABIENDO ARCHIVADO UNA IGUAL
EN EL PROTOCOLO DE LA NOTARIA TRIGESIMA SEPTIMA ACTUALMENTE A MI CARGO
CONFORME LO ORDENA LA LEY.

QUITO, A 12 de Octubre DEL 2009

EL NOTARIO

Roberto Dávalos
NOTARIA TRIGESIMA SEPTIMA
Dr. Roberto Dávalos Mero
Código Notarial

SSC