

THE ELEVENTH JUDICIAL CIRCUIT IN AND  
FOR MIAMI-DADE COUNTY FLORIDA

In re: General Jurisdiction Division  
LATIN NODE, INC.  
Assignor, Case No.: 08-33495 CA 11  
To  
MICHAEL PHELAN,  
Assignee

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COMMISSION  
CLERK

ORDER APPROVING SALE

THIS CAUSE having come to be heard before me this 17<sup>th</sup> day of July, 2008, upon the Assignee's Motion to Approve Sale of Assets Free and Clear of Liens and Claims to Business Telecommunications Services, Inc., ("BTS") for the sum of \$150,000.00 cash, subject to the secured position of eLandia International, Inc. ("eLandia") in the amount of \$7,139,592.00 and timely objections having been filed by Data Sales Co., Inc. ("DTS"), Highline's Capital Corp. ("Highline") and Sunrise International Leasing Corp. ("Sunrise") (herein collectively the "Lessors"), asserting that certain of the items to be sold as indicated on Exhibit "A" to the Sales Motion, were, in fact, their property that was leased to the Assignor, and a counteroffer having been submitted by KDDI Global, LLC and subsequently withdrawn, and for good cause shown, it is hereby ORDERED and ADJUDGED:

1. The Assignee's Motion to Approve Sale of Assets Free and Clear of Liens and Claims to BTS is APPROVED. The Assignee shall provide to BTS certification that BTS has, without warranties of any type, title to all Case No. 08-33495 CA 11 assets owned by the Assignor free and clear of all liens and claims with the exception of the

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secured position of eLandia and the interests of the Lessors as set forth below.

2. The objections of the Lessors are sustained to the extent that the Assignee is hereby authorized to sell only those assets belonging to the Assignor and may not sell any leased equipment furnished to the Assignor by the Lessors.

3. The Assignee shall allow DTS, Highline and Sunrise onto the Doral storage facility located at Stor All Storage, 9600 NW 40 Street Rd., Doral, Florida ("Doral Facility") at a pre-arranged time(s) so that the Lessors can identify and remove, at their own cost and expense, any of the items that these Lessors can identify to the satisfaction of Assignee and BTS, by the use of serial numbers, model numbers, equipment schedules, UCC-1 financing statements or otherwise, are their property under the various schedules that have been attached to the objections these Lessors have filed. All parties shall operate in good faith to locate and identify equipment not found at the Doral storage facility.

4. The Assignor, eLandia, Assignee, BTS and Lessors shall initiate and complete this process of inspection, identification and removal of the items within 10 days from the date of this Order (the "Inspection Period"). The Assignor, eLandia, Assignee, BTS and Lessors shall fully cooperate with each other in their efforts to initiate and complete this process of inspection, identification and removal. The Assignor, Elandia, Assignee and BTS shall provide the Lessors with access to the Doral Facility where the Lessors' equipment is located. The Lessors may, upon motion and good cause shown, obtain leave of the Court to extend the Inspection Period.

5. The ownership of any item that a Lessor identifies as an item it owns (whether identified by the Lessor during the on-site inspection contemplated by

paragraph three *supra* or, if an item is not located at the Doral Facility, identified by the Lessor in accordance with paragraph six *infra*) but is disputed by the Assignee, BTS, or one of the other Lessors will, in the absence of an agreement between such Lessor and the Assignee and BTS, be determined by this Court in a future evidentiary hearing. No disputed item shall be removed from the Doral facility (or any other location where a disputed item is located) prior to a ruling by the Court regarding ownership of said item. Prior to the evidentiary hearing, upon motion, the Court shall determine which party has the burden of proof regarding ownership of the disputed equipment.

6. The Lessors will promptly notify the Assignee, BTS and the Court in writing of any disputed items about which they claim ownership within 5 business days after the conclusion of the Inspection Period. Claims of ownership of any item by the Lessors made after this date will be forever barred and BTS can take immediate possession of all items that have not been claimed or removed by the Lessors.

DONE AND ORDERED in Chambers at Miami-Dade County Courthouse on this 17th day of July 2008.

JUL 17 2008

Robert N. Scola, Jr.  
Circuit Court Judge

HONORABLE ROBERT N. SCOLA, JR.  
Circuit Court Judge

Copies furnished to:  
Assignee's Counsel is directed to serve  
a copy of this Order upon all interested parties.