

# F9800000014



ACCOUNT NO. : 072100000032

REFERENCE : 654435 4144A

AUTHORIZATION :

*Patricia Pujols*

COST LIMIT : \$ 122.50

ORDER DATE : December 31, 1997

ORDER TIME : 9:38 AM

ORDER NO. : 654435-005

800002388248--5

CUSTOMER NO: 4144A

CUSTOMER: Ms. Kim Lucas  
Holland & Knight  
Suite 3000  
701 Brickell Avenue  
Miami, FL 33131

FOREIGN FILINGS

NAME: RADIO UNICA CORP

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XX \_\_\_\_\_ CERTIFIED COPY
- \_\_\_\_\_ PLAIN STAMPED COPY
- \_\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

*Hk 1/2*

FILED  
 SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
 98 JAN -2 PM 1:09  
 98 JAN -2 PM 11:36  
 DIVISION OF CORPORATIONS

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION  
TO TRANSACT BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE  
STATE OF FLORIDA:*

1. Radio Unica Corp.

(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware  
(State or country under the law of which it is incorporated)

3. 650776004  
(FEI number, if applicable)

4. 08/05/97  
(Date of Incorporation)

5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")

6. August, 1997  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)

7. 2 Alhambra Plaza Suite 508

Coral Gables, FL 33134  
(Current mailing address)

8. To engage in the business of radio broadcasting and related activities  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Steven E. Dawson

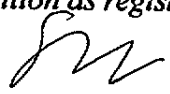
Office Address: 2 Alhambra Plaza Ste 508

Coral Gables, Florida, 33134  
(Zip Code)

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10. **Registered agent's acceptance:**

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*



Steven E. Dawson (Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable) \* Please see attachment for additional Directors

Chairman: Joaquin F. Blaya

Address: 2 Alhambra Plaza Ste 508 Coral Gables, FL 33134

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: Herbert M. Levin

Address: 2 Alhambra Plaza Ste 508 Coral Gables, FL 33134

Director: Steven E. Dawson

Address: 2 Alhambra Plaza Ste 508 Coral Gables, FL 33134

B. OFFICERS (Street address only- P. O. Box NOT acceptable) \* Please see attachment for additional Officers

President: Herbert M. Levin

Address: 2 Alhambra Plaza Ste 508 Coral Gables, FL 33134

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_


Secretary: Steven E. Dawson

Address: 2 Alhambra Plaza Ste 508 Coral Gables, FL 33134

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.   
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Steven E. Dawson, Chief Financial Officer and Secretary  
(Typed or printed name and capacity of person signing application)

LIST OF DIRECTORS

| NAME           | POSITION | ADDRESS   |
|----------------|----------|---|
| Andrew Goldman | Director | 19 Highland Way<br>Scarsdale, NY<br>10583-1609            |
| John Santoleri | Director | c/o 466 Lexington<br>Avenue<br>New York, NY<br>10017-3147 |
| Edward Johnson | Director | c/o 466 Lexington<br>Avenue<br>New York, NY<br>10017-3147 |

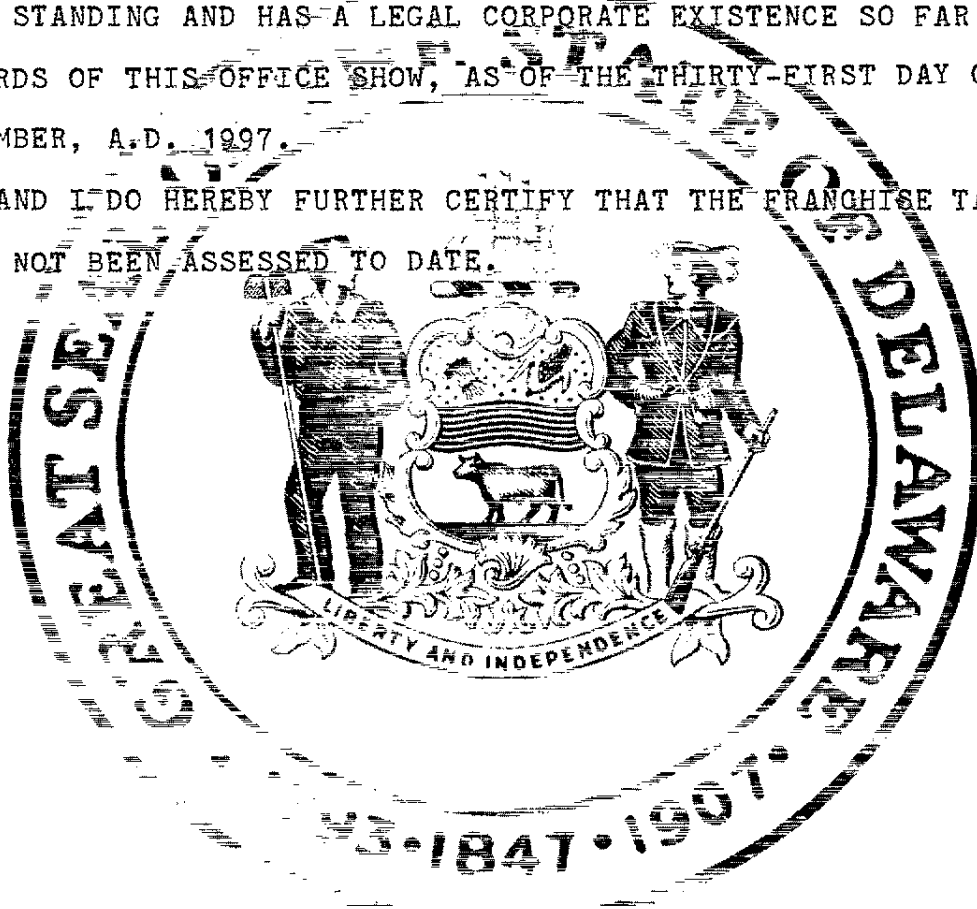
LIST OF OFFICERS

| NAME             | OFFICE                     | ADDRESS  |
|------------------|----------------------------|--|
| Herbert M. Levin | Chief Operating<br>Officer | 2 Alhambra Plaza<br>Suite 508<br>Coral Gables, FL<br>33134 |
| Joaquin F. Blaya | Chief Executive<br>Officer | 2 Alhambra Plaza<br>Suite 508<br>Coral Gables, FL<br>33134 |
| Steven E. Dawson | Chief Financial<br>Officer | 2 Alhambra Plaza<br>Suite 508<br>Coral Gables, FL<br>33134 |

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RADIO UNICA CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTY-FIRST DAY OF DECEMBER, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JAN -2 PM 1:09

*Edward J. Freel*

Edward J. Freel, Secretary of State



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AUTHENTICATION: 8842849  
DATE: 12-31-97