



Media Services, Inc.

5201 Blue Lagoon Drive
Suite 270
Miami, Florida 33126
Tel: (305) 266-7763, Ext. 105
Fax: (305) 266-8687

L98000000905

Valerie L. Hummel
Associate Counsel

May 27, 1999

VIA COURIER

Florida Department of State
Division of Corporations
P.O. Box 6237
Tallahassee, Florida 32314

300002893473--2
-06/03/99--01020--007
*****52.50 *****52.50

Dear Sir or Madam:

In connection with the change of name of the Florida limited liability company, LAP Services, L.C. ("LAP"), to HBO Latin America Production Services, L.C., enclosed please find the following documents:

1. Original Letter of Consent executed by Time Warner Entertainment, L.P.
2. Original Certificate of Amendment to the Articles of Organization of LAP.
3. Check No. 4043 issued by LAP in the amount of \$52.50 to cover relevant fees.

Kindly proceed with the change of name of LAP at your earliest convenience and advise me once the change has been effectuated at (305) 266-7763. Please do not hesitate to contact me if you have any questions.

L98000000905

Very truly yours,

Valerie L. Hummel

VLM:mbs

Enclosures

cc: Cristina L. Mendoza (w/o enclosures)

0563

Name	MJH
Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
W. P. Verifier	

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN -3 AM 10:31

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN -3 AM 10:31

May 20, 1999

Division of Corporations
P.O. Box 6237
Tallahassee, FL 32314

**Re: Certificate of Amendment to
Articles of Organization of LAP Services, L.C.**

Dear Sir or Madam:

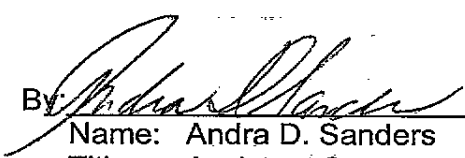
Reference is made to the filing of the Certificate of Amendment to Articles of Organization of LAP Services, L.C., a Florida Limited Liability Company (the "Company").

Please be advised that Time Warner Entertainment Company, L.P., hereby consents to the use by the Company of the name "HBO Latin America Production Services, L.C."

Please do not hesitate to contact the undersigned if you have any questions or require additional information regarding the foregoing matter. Thank you.

Very truly yours,

TIME WARNER ENTERTAINMENT
COMPANY, L.P.

By 
Name: Andra D. Sanders
Title: Assistant Secretary

**CERTIFICATE OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
LAP SERVICES, L.C.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN -3 AM 10:31

LAP SERVICES, L.C., a Florida Limited Liability Company organized and existing under and by virtue of the law of the State of Florida (the "Company"),

DOES HEREBY CERTIFY:

FIRST: The date of filing of the Articles of Organization is June 29, 1998.

SECOND: That by the unanimous written consent of the Board of Members of the Company, resolutions were duly adopted setting forth a proposed amendment to the Articles of Organization of the Company, declaring said amendment to be advisable and in the best interest of the Company. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Articles of Organization of the Company be amended by changing the Article thereof numbered "One" so that, as amended said Article shall be and read as follows:

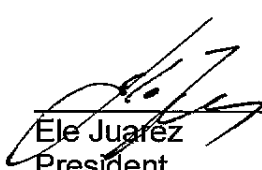
ARTICLE I - Name

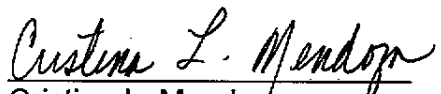
The name of the Limited Liability Company is:

HBO LATIN AMERICA PRODUCTION SERVICES, L.C.

The name of the Company is being used pursuant to a Trade Name and Service Mark License Agreement (the "License Agreement") between Home Box Office, a division of Time Warner Entertainment Company, L.P., and the Company. In the event that the License Agreement is terminated, the Company is obligated to cease using this name and amend its articles of incorporation to change its corporate name within sixty (60) days after such termination.

IN WITNESS WHEREOF, the Company has caused this Certificate of Amendment to be signed by Ele Juarez and Cristina L. Mendoza, its authorized officers, this 5th day of May, 1999.


Ele Juarez
President


Cristina L. Mendoza
Executive Vice President and Secretary