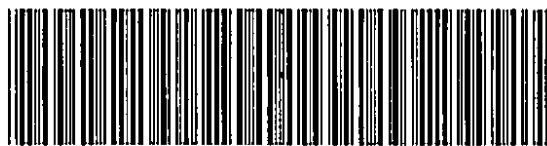


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AUG 31 2018

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: HBO LATIN AMERICA PRODUCTION SERVICES, L.L.C.

Name of Limited Liability Company

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Roberto P. Hernandez

Name of Person

HBO Latin America

Firm/Company

396 Alhambra Circle, Suite 400

Address

Coral Gables, Florida 33134

City/State and Zip Code

rhernandez@hbo-la.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Roberto P. Hernandez

305

648-8928

at (_____) _____

Name of Person

Area Code

Daytime Telephone Number

Enclosed is a check for the following amount:

\$25.00 Filing Fee

\$30.00 Filing Fee &
Certificate of Status

\$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

\$60.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed)

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

HBO LATIN AMERICA PRODUCTION SERVICES, L.C.

(Name of the Limited Liability Company as it now appears on our records.)
(A Florida Limited Liability Company)

The Articles of Organization for this Limited Liability Company were filed on 06/29/1998 and assigned Florida document number L9800000905.

This amendment is submitted to amend the following:

A. If amending name, enter the new name of the limited liability company here:

The new name must be distinguishable and contain the words "Limited Liability Company," the designation "LLC" or the abbreviation "L.L.C."

Enter new principal offices address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

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DIVISION OF CORPORATIONS
18 AUG 28 AM 8:59

Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

B. If amending the registered agent and/or registered office address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent:

New Registered Office Address:

Enter Florida street address

_____ Florida _____

City

Zip Code

New Registered Agent's Signature, if changing Registered Agent:

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 as provided for in Chapter 605, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

If Changing Registered Agent, Signature of New Registered Agent

If amending Authorized Person(s) authorized to manage, enter the title, name, and address of each person being added or removed from our records:

MGR = Manager
AMBR = Authorized Member

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
SVP	Roberto P. Hernandez	396 Alhambra Circle, Suite 400	<input checked="" type="checkbox"/> Add
		Coral Gables, Florida 33134	<input type="checkbox"/> Remove
			<input type="checkbox"/> Change
SVP	Lin Cherry	396 Alhambra Circle, Suite 400	<input type="checkbox"/> Add
		Coral Gables, Florida 33134	<input checked="" type="checkbox"/> Remove
			<input type="checkbox"/> Change
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Change
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Change
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Change

D. If amending any other information, enter change(s) here: (Attach additional sheets, if necessary.)

See attached additional sheets

Multiple horizontal lines for amending information.

18 AUG 28 AM 8:59
SECRETARY OF STATE
DIVISION OF CORPORATION

E. Effective date, if other than the date of filing: _____ (optional)

(If an effective date is listed, the date must be specific and cannot be prior to date of filing or more than 90 days after filing.) Pursuant to 605.0207 (3)(b)
Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

If the record specifies a delayed effective date, but not an effective time, at 12:01 a.m. on the earlier of:
(b) The 90th day after the record is filed.

Dated August 24, 2018

Signature of Roberto P. Hernandez

Roberto P. Hernandez
Typed or printed name of signee

Articles of Amendment to Articles of Organization of HBO LATIN AMERICA PRODUCTION SERVICES, L.C.

Florida Document Number L98000000905

The following list of members and officers should be included in the Articles of Organization:

MGRM
HBO LATIN AMERICA HOLDINGS, LLC
C/O HBO, 1100 AVENUE OF THE AMERICAS
NEW YORK, NY 10036

MGRM
HBO LATIN AMERICA ACQUISITIONS, LLC
C/O HBO, 1100 AVENUE OF THE AMERICAS
NEW YORK, NY 10036

MGRM
Ole Premium Channels, LLC
2525 PONCE DE LEON BLVD STE 250
MIAMI, FL 33134

CEO
Emilio J. Rubio
396 Alhambra Circle, Suite 400
Coral Gables, Florida 33134

President, HBO Latin America Networks
Luis F. Peraza
396 Alhambra Circle, Suite 400
Coral Gables, Florida 33134

President, Distribution & New Media Development
Francisco Smith
396 Alhambra Circle, Suite 400
Coral Gables, Florida 33134

SVP, CFO
David Torkington
396 Alhambra Circle, Suite 400
Coral Gables, Florida 33134

SVP, Technology and Operations
Emilio Otermin
396 Alhambra Circle, Suite 400
Coral Gables, Florida 33134

SVP, Human Resources
Guillermo Villa
396 Alhambra Circle, Suite 400
Coral Gables, Florida 33134

SVP, General Counsel and Corporate Secretary
Roberto P. Hernandez
396 Alhambra Circle, Suite 400
Coral Gables, Florida 33134

Assistant Corporate Secretary
Luis F. Vacanti
396 Alhambra Circle, Suite 400
Coral Gables, Florida 33134