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To: Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

In-Flight Entertainment Network, Inc.

Certificate of Status	0
Certified Copy	1
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8/21/2002
8/22/02

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Articles of Incorporation
of
In-Flight Entertainment Network, Inc.

ARTICLE I-NAME

The name of the corporation is In-Flight Entertainment Network, Inc.

ARTICLE II-DURATION

The corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE III-PURPOSE

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States and the State of Florida.

ARTICLE IV-CAPITAL STOCK

This corporation is authorized to issue five hundred (500) shares of one (\$1.00) Dollar par value common stock, which shall be designated "Common Stock".

ARTICLE V-PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI-INITIAL REGISTERED
OFFICE AND AGENT

The address of the initial registered office of this corporation is 501 Brickell Key Drive, Suite 505, Miami, Florida 33131 and the name of the initial registered agent of this corporation at that address is Santiago Villegas.

ARTICLE VII-INITIAL BOARD OF
DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1).

The name and address of the initial director of this corporation is:

Santiago Villegas
501 Brickell Key Drive, Suite 505
Miami, FL 33131

ARTICLE VIII-INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE IX-INCORPORATOR

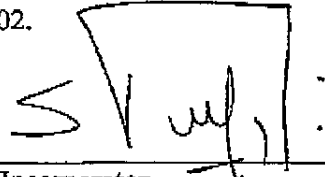
The name and address of the person signing these articles is:

Santiago Villegas
501 Brickell Key Drive, Suite 505
Miami, FL 33131

ARTICLE X-MAILING AND BUSINESS ADDRESS

The mailing and business address of this corporation is: 501 Brickell Key Drive, Suite 505, Miami, FL 33131.

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 21st day of August, 2002.



Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THE STATE OF FLORIDA, NAMING AGENT UPON WHOM
SERVICE OF PROCESS MAY BE EFFECTIVE

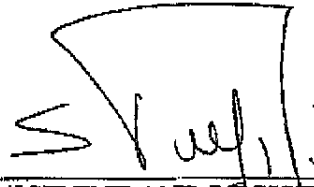
In compliance with section 607.034 of the Florida Statutes, the following is submitted:

In-Flight Entertainment Network, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the city of Miami, County of Miami-Dade, State of Florida, has named Santiago Villegas located at 501 Brickell Key Drive, Suite 505, Miami, Florida 33131.

ACKNOWLEDGMENT

Having been named to accept service of process for the above mentioned corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

Dated this 21st day of August, 2002



RESIDENT AND REGISTERED
AGENT.

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