

120 HAYS STREET
TALLAHASSEE, FL 32301
TEL: 904-222-9171
FAX: 904-222-9191

800-342-8086



9500069286

ACCOUNT NO. : 072100000017

REFERENCE : 676645 4656A

AUTHORIZATION :

Patricia Pyzdek

COST LIMIT : 0 122.50

ORDER DATE : September 8, 1995

ORDER TIME : 9:53 AM

ORDER NO. : 676645

CUSTOMER NO: 4656A

600001580536

CUSTOMER: Sheryl Cohen, Legal Assistant
GREENBERG TRAUERIG HOFFMAN
LIPPOFF ROSEN & QUENTEL, P. A.
22nd Floor
1221 Brickell Avenue
Miami, FL 33131-3238

DOMESTIC FILING

NAME: FOX AMERICA CORP.

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lynne Roberts

EXAMINER'S INITIALS:

T. BROWN SEP - 8 1995

FILED
95 SEP - 8 PM 1:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is one, and the name and address of the member of the initial Board of Directors, who will serve as the Corporation's director until successors are duly elected and qualified is:

Tjhun Tji Lie
7839 N.W. 15 Street
Miami, Florida 33126

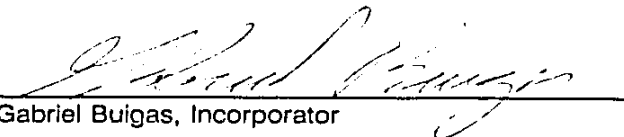
ARTICLE VII

The name of the Incorporator is Gabriel Buigas, and the address of the Incorporator is 1221 Brickell Avenue, Miami, Florida 33131.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 8th day of September, 1995.

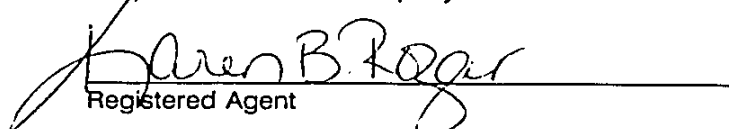


Gabriel Buigas, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of FOX AMERICA CORP. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

Corporation Service Company



Registered Agent

Dated: September 8, 1995