



THE UNITED STATES CORPORATION COMPANY

F00000006152

ACCOUNT NO. : 072100000032

REFERENCE : 883109 4806702

AUTHORIZATION : Patricia Pizeto

COST LIMIT : \$ 70.00

ORDER DATE : November 1, 2000

ORDER TIME : 4:05 PM

ORDER NO. : 883109-005

CUSTOMER NO: 4806702

CUSTOMER: Sally Kinsella, Legal Asst
Metromedia Company
One Meadowlands Plaza

600003449516--2

East Rutherford, NJ 07073

FOREIGN FILINGS

6

NAME: HISPANIC INTERNET HOLDINGS, INC.

FILED
00 NOV -2 AM 10:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandy Mathis ext 1165

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
00 NOV 2 PM 4:39
TO ASSISTANT SECRETARY OF STATE

BK
1/2

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

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1. Hispanic Internet Holdings, Inc.
(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 3. 13-4102746
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. November 18, 1999 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. Todo Ahora, c/o Ivax, 2000 Ponce de Leon Blvd., Fifth Fl, Coral Gables, FL 33134
(Principal office address)
c/o Metromedia Company, One Meadowlands Plaza, E. Rutherford, NJ 07073
(Current mailing address)
Internet

8. _____
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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

Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida 32301
(City) (Zip code)

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.

Corporation Service Company
Edward W. Dudas
(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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

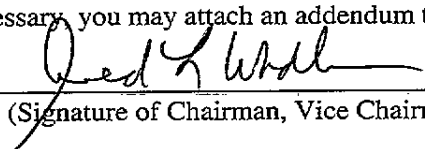
Address: _____

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. Arnold L. Wadler, Executive Vice President, General Counsel and Secretary

(Typed or printed name and capacity of person signing application)

Hispanic Internet Holdings, Inc.

Directors

Charles Fernandez
Todo Ahora.com
c/o Ivax
2000 Ponce de Leon Boulevard
Fifth Floor
Coral Gables, FL 33134

Silvia Kessel
c/o Metromedia Company
810 Seventh Avenue
29th Floor
New York, NY 10019

Anita Subotnick
c/o Metromedia Company
810 Seventh Avenue
29th Floor
New York, NY 10019

Stuart Subotnick
c/o Metromedia Company
810 Seventh Avenue
29th Floor
New York, NY 10019

Arnold L. Wadler
c/o Metromedia Company
One Meadowlands Plaza
East Rutherford, NJ 07073

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TALLAHASSEE, FLORIDA

Officers

Stuart Subotnick, Chairman
c/o Metromedia Company
810 Seventh Avenue
29th Floor
New York, NY 10019

Charles Fernandez, President and Chief Executive Officer
Todo Ahora.com
c/o Ivax
2000 Ponce de Leon Boulevard
Fifth Floor
Coral Gables, FL 33134

Bryan Subotnick, Executive Vice President—Corporate Development
Big City Radio, Inc./Y107
1888 Century Park East
Los Angeles, CA 90067

Arnold L. Wadler, Executive Vice President, General Counsel and Secretary
c/o Metromedia Company
One Meadowlands Plaza
East Rutherford, NJ 07073

Silvia Kessel, Executive Vice President
c/o Metromedia Company
810 Seventh Avenue
29th Floor
New York, NY 10019

Paul R. Thomson, Vice President, Chief Financial Officer and Treasurer
Big City Radio, Inc./Y107
1888 Century Park East
Los Angeles, CA 90067

Steven Joffe, Vice President - Taxes
c/o Metromedia Company
One Meadowlands Plaza
East Rutherford, NJ 07073

Alan D. Kirschner, Vice President – Engineering
Big City Radio, Inc.
300 East 42nd Street, 9th Floor
New York, NY 10017

Yunying C. Portugal, Corporate Controller
Big City Radio, Inc./Y107
1888 Century Park East
Los Angeles, CA 90067

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HISPANIC INTERNET HOLDINGS, INC." 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 FIRST DAY OF NOVEMBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

FILED
00 NOV -2 AM 10:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Edward J. Freel, Secretary of State

3128614 8300
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AUTHENTICATION: 0767510

DATE: 11-01-00