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PREMIER RAIL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 050885 4356612

AUTHORIZATION : Patricia Puyet

COST LIMIT : \$ 70.00

ORDER DATE : August 12, 1996

ORDER TIME : 1:56 PM

ORDER NO. : 050885

CUSTOMER NO: 4356612

4000011222574

CUSTOMER: Mr. Jay Itzkowitz  
Fox, Inc  
10201 W. Pico Blvd.  
Building 12, Room 111  
Los Angeles, CA 90035

FOREIGN FILINGS

NAME: FOX LATIN AMERICAN CHANNEL,  
INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Helentjaris

RECEIVED  
96 AUG 14 PM 3 35  
DIVISION OF CORPORATION  
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 AUG 14 PM 4:00  
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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE  
STATE OF FLORIDA:

1. Fox Latin American Channel, 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. 95-4428164  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. March 31, 1993 5. perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. upon qualification  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. 10201 West Pico Boulevard  
Los Angeles, CA 90035  
(Current mailing address)

8. To engage in any lawful act or activity for which corporations may be organized.  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: The Prentice-Hall Corporation System, Inc.

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301  
(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.

The Prentice-Hall Corporation System, Inc.

By: [Signature]  
(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.

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 AUG 14 PM 4:00

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: None

Address: \_\_\_\_\_

Vice Chairman: None

Address: \_\_\_\_\_

Director: Chase Carey

Address: 10201 West Pico Boulevard  
Los Angeles, CA 90035

Director: K. Rupert Murdoch

Address: 10201 West Pico Boulevard  
Los Angeles, CA 90035

B. OFFICERS

President: David Evans

Address: 10201 West Pico Boulevard  
Los Angeles, CA 90035

Vice President: Raymond L. Parrish

Address: 10201 West Pico Boulevard  
Los Angeles, CA 90035

Secretary: (Assistant) Jay Itzkowitz

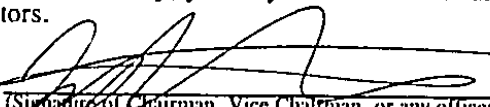
Address: 10201 West Pico Boulevard  
Los Angeles, CA 90035

Treasurer: (Assistant) David E. Miller

Address: 10201 West Pico Boulevard  
Los Angeles, CA 90035

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DIVISION OF CORPORATIONS  
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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. Jay Itzkowitz Assistant Secretary  
(Typed or printed name and capacity of person signing application)

*State of Delaware*  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FOX LATIN AMERICAN CHANNEL, 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 TWELFTH DAY OF AUGUST, A.D. 1996.

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  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 AUG 14 PM 4:00



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A handwritten signature in cursive script, reading "Edward J. Freel".

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Edward J. Freel, Secretary of State

AUTHENTICATION:

8064147

DATE:

08-12-96