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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

200002612042-6

08/10/98-01072-026

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Star Media Network Inc.

☐ Walk In

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AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

☐ Certificate of FICTITIOUS NAME

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13 AUG 10 PM 2:04
DIVISION OF CORPORATION

8/10/98

Ordered By: _____

Date: _____

**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:*

1. StarMedia Network, 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
(State or country under the law of which it is incorporated)
3. 06-1461770
(FEI number, if applicable)
4. March 5, 1996
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. July 23, 1998
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 29 West 36th Street, 5th Floor
New York, NY 10018
(Current mailing address)

8. To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.
(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: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: NRAI Services, Inc.

Office Address: 526 East Park Avenue

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.

Regina Clarkin, Assistant Secretary
(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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12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: Fernando J. Espuelas

Address: 29 WEST 36 STREET, 5th Floor, New York, NY 10018

Director

~~Vice Chairman~~: Jack C. Chen

Address: 29 West 36 Street, 5th Floor,

New York, NY 10018

Director: Christopher T. Linen

Address: 29 West 36th Street, 5th Floor

New York, NY 10018

Director: Gerardo M. Rosenkranz

Address: 29 West 36th Street, 5th Floor

New York, NY 10018

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B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Jack C. Chen

Address: 29 West 36th Street, 5th Floor

New York, NY 10018

Vice President: Tracy J. Leeds

Address: 29 West 36th Street, 5th Floor

New York, NY 10018

Secretary: Fernando J. Espuelas

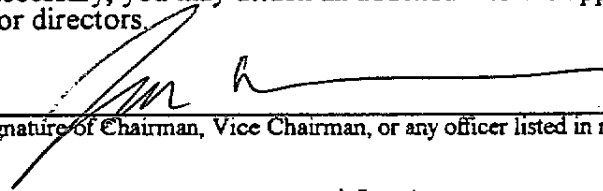
Address: 29 West 36th Street, 5th Floor

New York, NY 10018

Treasurer: Fernando J. Espuelas

Address: 29 West 36th Street, 5th Floor, New York, NY 10018

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. Jack C. Chen, President
(Typed or printed name and capacity of person signing application)

Addendum to Application by Foreign Corporation
For Authorization to Transact Business in Florida

A) Additional Directors:

Susan L. Segal
29 West 36th Street, 5th Floor, New York, NY 10018

Fred Wilson
29 West 36th Street, 5th Floor, New York, NY 10018

B) Additional Officer:

Chief Executive Officer:
Fernando J. Espuelas
29 West 36th Street, 5th Floor, New York, NY 10018

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TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "STARMEDIA NETWORK, 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 TWENTY-NINTH DAY OF JULY, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "STARMEDIA NETWORK, INC." WAS INCORPORATED ON THE FIFTH DAY OF MARCH, 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.

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TALLAHASSEE, FLORIDA



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Edward J. Freel, Secretary of State

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AUTHENTICATION:

07-29-98

DATE: