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ACCOUNT NO. : 072100000032

REFERENCE : 243102 5153885

AUTHORIZATION :

Patricia Pizut

COST LIMIT : \$ 70.00

ORDER DATE : May 17, 1999

ORDER TIME : 3:45 PM

ORDER NO. : 243102-005

400002881954-4

CUSTOMER NO: 5153885

CUSTOMER:

Telemundo Network Group
2425 Olympic Blvd.
Suite 4050w
Santa Monica, CA 90404

FOREIGN FILINGS

NAME: AGUA DE JARDIN PRODUCTIONS,
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: Angie Glisar

24:4 PM 02 MAY 99

RECEIVED

FILED
99 MAY 20 AM 8:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5/20/99

**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. Agua de Jardin Productions, 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. California
(State or country under the law of which it is incorporated)
3. 95-4727280
(FEI number, if applicable)
4. January 11, 1999
(Date of Incorporation)
5. Perpetual
(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. 2425 Olympic Blvd., Suite 4050 West
Santa Monica, California 90404
(Current mailing address)
8. television production
(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: 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: 

Karen B. Rozar, As Its Agent

(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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TALLAHASSEE, FLORIDA

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)

Address: _____

DIRECTOR: Alan Sokol

Address: 2425 Olympic Blvd., Suite 4050 West

Santa Monica, California 90404

Director: Cary Meadow

Address: 2425 Olympic Blvd., Suite 4050 West,

Santa Monica, CA 90404

Director: John Needham

Address: 2425 Olympic Blvd., Suite 4050 West

Santa Monica, California 90404

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

President: Alan Sokol

Address: 2425 Olympic Blvd., Suite 4050 West

Santa Monica, California 90404

Vice President: _____

Address: _____

Secretary: Cary Meadow

Address: 2425 Olympic Blvd., Suite 4050 West

Santa Monica, CA 90404

Treasurer: John Needham

Address: 2425 Olympic Blvd., Suite 4050 West

Santa Monica, California 90404

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. Cary Meadow, Secretary

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of California

SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

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60 MAY 20 AM 8:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the 11th day of January, 1999,

AGUA DE JARDIN PRODUCTIONS, INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal of
the State of California this day of
May 18, 1999



Bill Jones

Secretary of State