

F990000006239
TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: RADIO TELEVISION INTERAMERICANA S.A. R.T.I. S.A.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Ignacio Barrera
(Name of Person)

(Firm/Company)

13800 SW 106 ST
(Address)

MIAMI FL 33186
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Ignacio Barrera at (561) 998 7131
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☒ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

FILED
9 DEC - 1 10:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12/3
ymt

100003057311-6
-12/01/99-01010-022
*****70.00 *****70.00

RECEIVED
99 DEC - 1 AM 10:11
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**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. RADIO TELEVISION INTERAMERICANA S.A. RTI SA.
(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. COLOMBIA
(State or country under the law of which it is incorporated)

3. N/A
(FEI number, if applicable)

4. April 25 1963 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. October 20 1999
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 13800 SW 106 ST MIAMI FL 33186
(Current mailing address)

8. Any activity or business permitted under the law
(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)

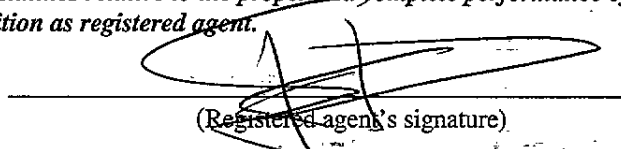
Name: Ignacio Barrera

Office Address: 13800 SW 106 ST

MIAMI, Florida, 33186
(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.


(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 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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: GABRIEL GOMEZ

Address: 10291 SUNSTREAM LANE
BOCA RATON, FL 33428

Director: _____

Address: _____

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

President: _____

Address: _____

Vice President: _____

Address: _____

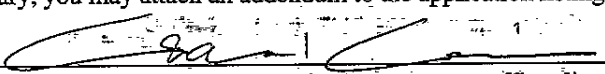
Secretary: _____

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. GABRIEL GOMEZ, DIRECTOR
(Typed or printed name and capacity of person signing application)

FILED
99 DEC -1 PM 10:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



C.C.B.



CAMARA DE COMERCIO DE BOGOTA

SEDE CENTRO

26 DE AGOSTO DE 1999 HORA 11:26:56

01F04082605598PMF0113

CERTIFICADO DE EXISTENCIA Y REPRESENTACION LEGAL O INSCRIPCION DE DOCUMENTOS.

LA CAMARA DE COMERCIO DE BOGOTA, CON FUNDAMENTO EN LAS MATRICULAS E INSCRIPCIONES DEL REGISTRO MERCANTIL,

CERTIFICA:

NOMBRE : RADIO TELEVISION INTERAMERICANA S A RTI S A

N.I.T. : 08600042012

DOMICILIO : SANTA FE DE BOGOTA

MATRICULA NO. 00015975

CONSTITUCION: ESCRITURA PUBLICA NO.1.897, NOTARIA 7 BOGOTA, DEL

25 DE ABRIL DE 1.963, INSCRITA EN ESTA CAMARA DE COMERCIO EL 6 DE

MAYO DE 1.963, BAJO EL NO. 56954 DEL LIBRO RESPECTIVO, SE CONSTI

TUYO LA SOCIEDAD DENOMINADA: "RADIO TELEVISION INTERAMERICANA LI

MITADA RTI LTDA".

QUE POR ESCRITURA PUBLICA NO.3388, NOTARIA 7 DE BOGOTA EL 27 DE

JUNIO DE 1.972, INSCRITA EN ESTA CAMARA DE COMERCIO EL 18 DE JU

LIO DE 1.972, BAJO EL NO.3.690 DEL LIBRO RESPECTIVO, LA SOCIEDAD

SE TRANSFORMO DE LIMITADA EN SOCIEDAD ANONIMA BAJO EL NOMBRE DE

RADIO TELEVISION INTERAMERICANA S.A. -RTI S.A.- E INTRODUJO OTRAS

REFORMAS, - NUEVA COPIA DE LA MISMA ESCRITURA FUE INSCRITA EL 25

DE JULIO DE 1.972 BAJO EL NO. 3.873 DEL LIBRO RESPECTIVO.

REFORMAS:

ESCRITURAS NO. FECHA NOTARIA INSCRIPCION

2573 31-V-1963 7 BOGOTA 17-VI-1963-57408

5327 3-XII-1964 3 BOGOTA 14-XII-1964-63240

6262 31-XII-1965 3 BOGOTA 21-II-1966-67620

2298 22-V-1970 3 BOGOTA 22-VI-1970-85484

4038 24-VI-1980 7 BOGOTA 8-VIII-1980-88533

7780 11-XII-1981 4 BOGOTA 20-I-1982-110945

4725 4-X-1985 4 BOGOTA 29-XI-1985-181133

4619 20-VIII-1986 4 BOGOTA 22-VIII-1986-195856

075 14-I-1987 4 BOGOTA 2-II-1987-205104

5581 1-X-1987 4 BOGOTA 13-XI-1987-222933

361 29-I-1988 4 BOGOTA 4-II-1988-228051

8456 7-XII-1990 4 BOGOTA 21-XII-1990-313624

7009 29-XII-1994 4 STAFE BTA 30-XII-1994-476026

CERTIFICA:

VIGENCIA: QUE LA SOCIEDAD NO SE HALLA DISUELTA. DURACION HASTA EL

31 DE DICIEMBRE DEL 2031

OBJETO SOCIAL: PRINCIPAL DE LA SOCIEDAD CONSISTE EN LA EXPLOTA

CION COMERCIAL DE LOS MEDIOS PUBLICITARIOS USADOS EN EL COMERCIO

Y LA INDUSTRIA, Y, PRINCIPALMENTE LA TELEVISION, LA RADIODIFUSION Y CINE Y TODA PUBLICIDAD IMPRESA. ESTE OBJETO COMPRENDE LA PRODUCCION, DISTRIBUCION Y VENTA DE PROGRAMAS PARA CUALQUIERA DE LOS MEDIOS YA SEAN GRABADOS, FILMADOS O VIVOS, HAYAN SIDO DIRECTAMENTE PRODUCIDOS POR LA COMPANIA O ADQUIRIDOS POR ELLA O SIMPLEMENTE REPRESENTADOS POR ELLA.- EN EL EJERCICIO DE SU OBJETO LA SOCIEDAD PODRA EJECUTAR TODOS LOS ACTOS NECESARIOS O CONVENIENTES PARA SU LOGRO Y DESARROLLO, TALES COMO: A.- ADQUIRIR BIENES DE CUALQUIER NATURALEZA, MUEBLES O INMUEBLES, CORPORALES O INCORPORALES, ASI COMO HACER CONSTRUCCIONES Y ENAJENAR, A CUALQUIER TITULO, LOS BIENES DE QUE SEA DUEÑA, B.- DAR Y RECIBIR EN GARANTIA DE OBLIGACIONES BIENES MUEBLES O INMUEBLES Y TOMAR Y DAR EN ARRENDAMIENTO- U OPCION BIENES DE CUALQUIER NATURALEZA, C.- TOMAR DINERO EN MUTUO CON O SIN INTERESES O DARLO CON INTERES, D.- ACTUAR COMO AGENTE O REPRESENTANTE DE EMPRESAS NACIONALES O EXTRANJERAS QUE SE OCUPEN DE LOS MISMOS NEGOCIOS O ACTIVIDADES, E.- SUSCRIBIR ACCIONES O DERECHOS EN EMPRESAS QUE FACILITEN O CONTRIBUYAN AL DESARROLLO DE SUS OPERACIONES, F.- COMPRAR, CONSTITUIR SOCIEDADES DE CUALQUIER GENERO, INCORPORARSE EN COMPANIAS CONSTITUIDAS O FUSIONARSE CON ELLAS, SIEMPRE QUE TENGAN OBJETIVOS IGUALES, SIMILARES O COMPLEMENTARIOS, G.- CELEBRAR EL CONTRATO COMERCIAL DE CAMBIO EN TODAS SUS MANIFESTACIONES, TALES COMO: GIRAR, ENDOSAR, PROTESTAR, CANCELAR, AVALAR, DAR Y RECIBIR LETRAS DE CAMBIO, PAGARES O CUALESQUIERA OTROS EFECTOS DE COMERCIO O INSTRUMENTOS NEGOCIABLES Y CELEBRAR TODA CLASE DE OPERACIONES CON ENTIDADES BANCARIAS, H.- HACER, SEA EN SU PROPIO NOMBRE, POR CUENTA DE TERCEROS O EN PARTICIPACION CON ELLOS, TODA CLASE DE OPERACIONES QUE SEAN NECESARIAS O QUE TENGAN RELACION DIRECTA CON EL LOGRO O DESARROLLO DEL OBJETO SOCIAL.

CERTIFICA:

CAPITAL:

**** CAPITAL AUTORIZADO ****

VALOR : \$1,800,000,000.00000

NO. DE ACCIONES: 180,000,000.00

VALOR NOMINAL : \$10.00000

**** CAPITAL SUSCRITO ****

VALOR : \$900,000,000.00000

NO. DE ACCIONES: 90,000,000.00

VALOR NOMINAL : \$10.00000

**** CAPITAL PAGADO ****

VALOR : \$900,000,000.00000

NO. DE ACCIONES: 90,000,000.00

VALOR NOMINAL : \$10.00000

CERTIFICA:

**** JUNTA DIRECTIVA: PRINCIPAL(ES) ****

QUE POR ACTA NO. 0000028 DE ASAMBLEA DE ACCIONISTAS DEL 02 DE OCTUBRE DE 1997, INSCRITA EL 13 DE NOVIEMBRE DE 1997 BAJO EL NUMERO 00610195 DEL LIBRO IX, FUE(ON) NOMBRADO(S):

NOMBRE

PRIMER RENGLON

WILLS ROMERO PATRICIO

C.C. 00000437896

SEGUNDO RENGLON

GOMEZ TERESA MORALES DE

C.C. 00020149701

TERCER RENGLON

FLOREZ EDUARDO

C.C. 00019161917

CUARTO RENGLON

SANTOS CALDERON MARIA ADRIANA

C.C. 00039690240

* 1 1 6 6 4 3 9 2 *

[illegible]

QUINTO RENGLON

GOMEZ MORALES CLAUDIA

C.C. 00035457724

QUE POR ACTA NO. 0000028 DE ASAMBLEA DE ACCIONISTAS DEL 02 DE OCTUBRE DE 1997, INSCRITA EL 13 DE NOVIEMBRE DE 1997 BAJO EL NUMERO 00610195 DEL LIBRO IX, FUE(ON) NOMBRADO(S):

1. 10745-6 NOMBRE

PRIMER RENGLON

VALCARCEL CARROLL AURELIO SIMON

C.C. 00019224 (11) 4

SEGUNDO RENGLÓN

SANTAMARIA LORENCITA

C.C. 000

TERCER RENGLO

LEON FERRER HUGO ALBERTO

OGOTA CAMARA
C.C. 00019269831

CUARTO RENGLON

GAMBOA ELIANNE

00039692146

QUINTO RENGLON

GOMEZ MORALES GABRIEL FERNANDO

C.C. 700019374432

CERTIFICĂ

REPRESENTACION LEGAL: EL REPRESENTANTE LEGAL ES: EL PRESIDENTE Y SUS SUPLENTE SÓN EL PRIMER SUPLENTE Y EL SEGUNDO SUPLENTE

CERTIFICA

** NOMBRAMIENTOS

QUE POR ACTA NO 0000024 DEL 23 DE SEPTIEMBRE DE 1994, INSCRITA
EL 30 DE DICIEMBRE DE 1994 BAJO EL NUMERO 00476027 DEL LIBRO IX,
FUE (RON) NOMBRADO (S) :

NOMBRE

PRESIDENTE

WILLS ROMERO PATRICIO

C.C. 00000437896

QUE POR ACTA NO. 0000304 DE JUNTA DIRECTIVA DEL 02 DE OCTUBRE DE 1997, INSCRITA EL 13 DE NOVIEMBRE DE 1997 BAJO EL NUMERO 00610205 DEL LIBRO IX, FUE(RON) NOMBRADO(S):

NOMBRE

PRIMER SUPLENTE DEL PRESIDENTE

FLOREZ EDUARDO

C.C. 00019161917

SEGUNDO SUPLENTE DEL PRESIDENTE

GOMEZ TERESA MORALES DE

C.C. 00020149701

CERTIFICA

FACULTADES DEL REPRESENTANTE LEGAL: A. - EJECUTAR LOS DECRETOS DE LA ASAMBLEA GENERAL Y LOS ACUERDOS DE LA JUNTA DIRECTIVA. B. - EJECUTAR LOS ACTOS Y CELEBRAR LOS CONTRATOS QUE TIENDEN A LLENAR LOS FINES SOCIALES Y SIEMPRE QUE SU CUANTIA NO EXCEDA DEL EQUIVALENTE EN PESOS COLOMBIANOS DE CINCO MIL (5.000) UNIDADES DE PODER.

ADQUISITIVO CONSTANTE (UPACS) Y SI EXCEDIERA DE DI-
CHA CUANTIA, DEBERA HABER RECIBIDO AUTORIZACION PREVIA DE

LA JUNTA DIRECTIVA O DEBERA SOMETERLOS A LA APROBACION DE LA JUNTA Y RECIBIR SU CONFIRMACION PARA SU PERFECCIONAMIENTO: LA SO-

~~CAMARA DE COMERCIO DE BOGOTA CAMARA DE COMERCIO DE BOGOTA CAMARA DE COMERCIO DE BOGOTA~~

FILED

CIEDAD NO QUEDARA OBLIGADA POR LOS HECHOS DEL PRESIDENTE OCURRI-
DOS EN CONTRAVENCION DE LO DISPUESTO EN ESTE NUMERAL. C.- CONSTI-
TUIR LOS APODERADOS JUDICIALES Y EXTRAJUDICIALES QUE OBRANDO A --
SUS ORDENES, JUZGUE NECESARIO PARA REPRESENTAR A LA SOCIEDAD Y DE
LEGARLES LAS ATRIBUCIONES QUE A BIEN TENGA, SIEMPRE Y CUANDO ES -
TAS ATRIBUCIONES NO SEAN INCOMPATIBLES CON LA NATURALEZA DE SU --
CARGO Y LAS LIMITACIONES DE SUS PROPIAS FACULTADES O QUE LA DELE-
GACION TIENDA A EXONERARLO DE LAS RESPONSABILIDADES PROPIAS DE --
SUS FUNCIONES. D.- RECIBIR DINERO EN MUTUO CON LAS LIMITACIONES
SEÑALADAS EN ESTE LITERAL B.- DE ESTE ARTICULO, HACER DEPOSITOS -
EN BANCOS O AGENCIAS BANCARIAS. E.- CELEBRAR EL CONTRATO COMER -
CIAL DE CAMBIO EN TODAS SUS MANIFESTACIONES, FIRMAR PAGARES, CHE-
QUES, GIROS Y CUALESQUIERA OTROS DOCUMENTOS ASI COMO NEGOCIAR ES-
TOS INSTRUMENTOS, TENERLOS, COBRARLOS, PAGARLOS, ETC. F.- CUIDAR
DE LA RECAUDACION E INVERSION DE LOS FONDOS DE LA EMPRESA. G.- -
PRESENTAR A LA JUNTA DIRECTIVA EN SUS SESIONES ORDINARIAS SI EL -
BALANCE DE PRUEBA QUE SE DEBE CONFECCIONAR EL ULTIMO DE CADA MES
Y MANTENERLA INFORMADA DE LOS NEGOCIOS SOCIALES. H.-VELAR POR QUE
TODOS LOS EMPLEADOS DE LA SOCIEDAD CUMPLAN EstrictAMENTE SUS DEBE
RES Y DAR CUENTA A LA JUNTA DIRECTIVA DE LAS FALTAS GRAVES QUE --
OCURRAN EN ESTE PARTICULAR. I.-NOMBRAR Y REMOVER LOS EMPLEADOS DE
LA SOCIEDAD SALVO QUE ESTA FUNCION COMPETA A LA ASAMBLEA GENERAL-
DE ACCIONISTA O A LA JUNTA DIRECTIVA; Y J.- DELEGAR EN EL VICE- -
PRESIDENTE O EN EL SUPLENTE, UNA O VARIAS DE SUS FUNCIONES. EN -
LAS FALTAS ABSOLUTAS O TEMPORALES DEL PRESIDENTE, ESTE SERA REEM-
PLAZADO POR EL PRIMER SUPLENTE Y A FALTA DE ESTE POR EL SEGUNDO -
SUPLENTE --

CERTIFICA :

** REVISOR FISCAL: **

QUE POR ACTA NO. 0000020 DEL 22 DE MARZO DE 1991 , INSCRITA EL 23
DE JULIO DE 1991 BAJO EL NUMERO 00333546 DEL LIBRO IX , FUE(RON)
NOMBRADO(S) :

NOMBRE

IDENTIFICACION

REVISOR FISCAL PRINCIPAL

RODRIGUEZ CRISTANCHO FRANCISCO EDUARDO C.C. 00002855195

REVISOR FISCAL SUPLENTE

LOPEZ CAMARGO MARIO ANTONIO C.C. 00019212302

CERTIFICA :

PERMISO DE FUNCIONAMIENTO: QUE POR RESOLUCION NO.06289 DEL 5 DE -
DICIEMBRE DE 1.975, INSCRITA EL 23 DE FEBRERO DE 1.976 BAJO EL --
NO. 33.828 DEL LIBRO IX, LA SUPERINTENDENCIA DE SOCIEDADES OTORGO
PERMISO DEFINITIVO DE FUNCIONAMIENTO A LA SOCIEDAD.

CERTIFICA :

DIRECCION DE NOTIFICACION JUDICIAL : CCL 19 NO. 4-56 PSO 2
MUNICIPIO : SANTA FE DE BOGOTA D.C.

CERTIFICA :

QUE LA SOCIEDAD TIENE MATRICULADOS LOS SIGUIENTES
ESTABLECIMIENTOS :

NOMBRE : RADIO TELEVISION INTERAMERICANA

MATRICULA NO. 00117736

RENOVACION DE LA MATRICULA : EL 31 DE MARZO DE 1999

ULTIMO AÑO RENOVADO : 1999

NOMBRE : PRODUCCIONES R.T.I.

MATRICULA NO. 00134089

RENOVACION DE LA MATRICULA : EL 10 DE MARZO DE 1994

ULTIMO AÑO RENOVADO : 1994



C.C.B.



01



11864393

CAMARA DE COMERCIO DE BOGOTA
26 DE AGOSTO DE 1999 HORA 11:26:58
01F04082605598PMF0113 HOJA : 003

NOMBRE : R T I COMUNICACIONES

MATRICULA NO. 00485583

RENOVACION DE LA MATRICULA : EL 31 DE MARZO DE 1993

ULTIMO AÑO RENOVADO : 1993

CERTIFICA :
QUE NO FIGURAN INSCRIPCIONES ANTERIORES A LA FECHA DEL PRESENTE
CERTIFICADO, QUE MODIFIQUEN TOTAL O PARCIALMENTE SU CONTENIDO.

LOS ACTOS DE REGISTRO AQUI CERTIFICADOS QUEDAN EN FIRME CINCO (5)
DIAS HABILES DESPUES DE LA FECHA DE INSCRIPCION, SIEMPRE QUE NO
SEAN OBJETO DE RECURSOS EN LA VIA GUBERNATIVA.

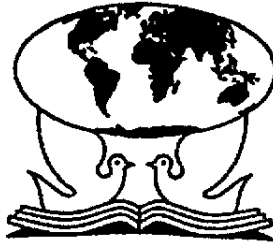
EL SECRETARIO DE LA CAMARA DE COMERCIO,

** CERTIFICADO SIN COSTO PARA EL AFILIADO **

DE CONFORMIDAD CON EL DECRETO 2150 DE 1995 Y LA AUTORIZACION
IMPARTIDA POR LA SUPERINTENDENCIA DE INDUSTRIA Y COMERCIO,
MEDIANTE EL OFICIO DEL 18 DE NOVIEMBRE DE 1996, LA FIRMA MECANICA
QUE APARECE A CONTINUACION TIENE PLENA VALIDEZ PARA TODOS LOS
EFECTOS LEGALES.

[Firma mecanica]

FILED
DEC - 1 PM 10:21



A GIFT OF TONGUES
TRANSLATION SERVICES

AFFIDAVIT OF TRANSLATOR

I, Antonio Palomo, do hereby state that I am a competent Spanish to English and English to Spanish Certified Court Interpreter, so qualified upon written and oral examinations by the Administrative Office of the U.S. Courts, and likewise certified as a translator upon written examinations in the above language combinations by the American Translators Association, my name being of record both at the A.T.A. Headquarters in Alexandria, Virginia, and at the aforesaid Administrative Office of the U.S. Courts in Washington, D.C.

I further state that the translation hereunto attached, with

The translation consisting of six (6) pages, corresponding to the front and back of the THREE SHEETS that make up the CERTIFICATE OF REGISTRATION OF RADIO TELEVISION INTERAMERICANA S.A. RTI S.A. issued by the Bogota Chamber of Commerce on August 26, 1999.

-----is faithful and correct to the best of my knowledge, and that it was performed by me to the best of my ability.

STATE OF FLORIDA)
COUNTY OF DADE)

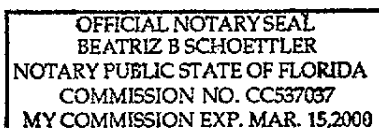
Sworn to and subscribed before me by Antonio Palomo, known personally to me, this 18th day of November, 19 99.

Beatriz B. Schoettler
Notary Public

Antonio Palomo
Translator

Beatriz B. Schoettler

Antonio Palomo



Antonio Palomo, Jr.
U.S. Court Certified Interpreter
ATA Accredited Translator

C.C.B. [Bar Code] [Bar Code]
01 .11664391.

[Chamber of
Commerce
Logo] BOGOTA CHAMBER OF COMMERCE
HEADQUARTERS

AUGUST 26, 1999

TIME 11:26:56

01F04082605598PMFO113

SHEET : 001

* * * * *

CERTIFICATE OF EXISTENCE AND LEGAL REPRESENTATION OR REGISTRATION
OF DOCUMENTS.

THE BOGOTA CHAMBER OF COMMERCE, BASED ON THE REGISTRATIONS AND
RECORDS OF THE MERCANTILE REGISTRY,

CERTIFIES:

NAME : RADIO TELEVISION INTERAMERICANA S A RTI S A

N.I.T. : 08600042012

DOMICILE : SANTA FE DE BOGOTA D.C.

CERTIFIES:

REGISTRATION NO. 00015975

CERTIFIES:

ARTICLES OF INCORPORATION: NOTARY-RECORDED DOCUMENT NO. 3388, BOGOTA NOTARIAL OFFICE 7, DATED APRIL 25, 1963, REGISTERED WITH THIS CHAMBER OF COMMERCE ON MAY 6, 1963, UNDER NO. 56954 OF THE CORRESPONDING BOOK, WHEREBY THE PARTNERSHIP NAMED "RADIO TELEVISION INTERAMERICANA, LIMITADA RTI LTDA" WAS FORMED.

CERTIFIES:

THAT THROUGH NOTARY-RECORDED DOCUMENT NO. 3388, BOGOTA NOTARIAL OFFICE 7, DATED JULY 19, 1972, UNDER NO. 3,690 OF THE CORRESPONDING BOOK, THE PARTNERSHIP CHANGED FROM A LIMITED PARTNERSHIP TO A CORPORATION NAMED: RADIO TELEVISION INTERAMERICANA. S.A. -RTI S.A., AND INTRODUCED OTHER AMENDMENTS. A NEW COPY OF THE SELF-SAME DOCUMENT WAS REGISTERED ON JULY 25, 1972 UNDER NO. 3,873 OF THE CORRESPONDING BOOK.

CERTIFIES:

AMENDMENTS:

DOCUMENT NO.	DATE	NOTARIAL OFFICE	REGISTRATION
2573	31-V -1963	7 BOGOTA	17-VI -1963- 57408
5327	3-XII-1964	3 BOGOTA	14-XII -1964- 63240
6262	31-XII-1965	3 BOGOTA	21-II -1966- 67620
2298	22-V -1970	3 BOGOTA	22-VI -1970- 85484
4038	24-VI -1980	7 BOGOTA	8-VIII-1980- 88533
7780	11-XII-1981	4 BOGOTA	20-I -1982-110945
4725	4-X -1985	4 BOGOTA	29-XI -1985-181133
4619	20-VIII-1986	4 BOGOTA	22-VIII-1986-195856
075	14- I -1987	4 BOGOTA	2- II -1987-205104
5581	1- X -1987	4 BOGOTA	13-XI -1987-222933
361	29- I -1988	4 BOGOTA	4-II -1988-228051
8456	7-XII -1990	4 BOGOTA	21-XII -1990-313624
7009	29-XII -1994	4 STAFE BTA	30-XII -1994 476026

CERTIFIES:

GOOD STANDING: THAT THE CORPORATION HAS NOT BEEN DISSOLVED.
DURATION TO DECEMBER 31, 2031.

CERTIFIES:

PURPOSE OF THE CORPORATION: MAIN PURPOSE OF THE CORPORATION
CONSISTS OF THE COMMERCIAL OPERATION OF ADVERTISING MEDIA USED IN

FILED
99 DEC -1 PM 10:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[BACK OF SHEET NO. 1]

BUSINESS AND INDUSTRY, MAINLY TELEVISION, RADIO AND CINEMA AS WELL AS ALL ADVERTISING IN PRINT. THIS PURPOSE COMPRISES THE PRODUCTION, DISTRIBUTION AND SALE OF PROGRAMS FOR ANY MEDIUM, WHETHER THEY BE RECORDED, FILMED OR LIVE, DIRECTLY PRODUCED BY THE COMPANY OR ACQUIRED BY SAME OR SIMPLY REPRESENTED BY THE COMPANY. IN ORDER TO ACHIEVE ITS PURPOSE THE CORPORATION MAY PERFORM ALL ACTS NECESSARY OR CONVENIENT TO THE SUCCESS AND FURTHERANCE THEREOF, SUCH AS: A. ACQUIRE ASSETS OF ANY NATURE, WHETHER REAL ESTATE OR CHATTELS, CORPOREAL OR INCORPOREAL, AS WELL AS TO BUILD BUILDINGS AND DISPOSE OF THE PROPERTIES OWNED BY THE COMPANY IN ANY MANNER. B. GIVE AND RECEIVE BY WAY OF SECURITY FOR OBLIGATIONS REAL ESTATE PROPERTIES AND/OR CHATTELS, TAKE AND/OR GIVE UNDER LEASE OR OPTION ASSETS OF ANY KIND. C. TAKE LOANS OF MONEY WITH AND/OR WITHOUT INTEREST AND GIVE LOANS WITH INTEREST. D. ACT AS AN AGENT OR REPRESENTATIVE OF DOMESTIC AND/OR FOREIGN COMPANIES DEALING IN THE SAME LINES OF BUSINESS OR ACTIVITIES. E. SUBSCRIBE STOCK OR INTEREST IN COMPANIES THAT FOSTER ITS OPERATIONS OR CONTRIBUTE TO THE FURTHERANCE OF SAME. F. PURCHASE AND/OR FORM PARTNERSHIPS OF ANY KIND, TAKE UP STOCK IN COMPANIES ALREADY ESTABLISHED AND/OR MERGE WITH THEM, PROVIDED THEY HAVE THE SAME, SIMILAR OR COMPLEMENTARY OBJECTIVES. G. ENTER INTO COMMERCIAL EXCHANGE AGREEMENTS IN ALL ASPECTS THEREOF, SUCH AS: DRAW, ENDORSE, PROTEST, PAY, GUARANTEE, GIVE AND RECEIVE BILLS OF EXCHANGE, PROMISSORY NOTES AND/OR ANY OTHER COMMERCIAL PAPERS OR NEGOTIABLE INSTRUMENTS AND CARRY OUT ANY KIND OF OPERATION WITH BANKS. H. PERFORM, WHETHER ON ITS OWN BEHALF, ON BEHALF OF THIRD PARTIES OR IN ASSOCIATION WITH THEM, ANY KIND OF OPERATION SUCH AS MAY BE NECESSARY OR DIRECTLY RELATED TO ACHIEVING OR FURTHERING THE PURPOSE OF THE CORPORATION

CERTIFIES:

CAPITAL STOCK:

** AUTHORIZED SHARES **

VALUE : [Col]\$1,800,000,000.00000
NO. OF SHARES: 180,000,000.00
FACE VALUE : [Col]\$10.00000

** SUBSCRIBED SHARES **

VALUE : [Col]\$900,000,000.00000
NO. OF SHARES: 90,000,000.00
FACE VALUE : [Col]\$10.00000

** PAID-IN SHARES **

VALUE : [Col]\$900,000,000.00000
NO. OF SHARES: 90,000,000.00
FACE VALUE : [Col]\$10.00000

CERTIFIES:

** BOARD OF DIRECTORS: MEMBER(S) **

THAT ACCORDING TO MINUTES NO. 0000028 OF THE OCTOBER 2, 1997 STOCKHOLDERS' MEETING, RECORDED ON NOVEMBER 13, 1997, UNDER NUMBER 00610195 OF BOOK IX, THE FOLLOWING MEMBER(S) WAS (WERE) APPOINTED:

NAME	IDENTIFICATION
FIRST LINE WILLS ROMERO PATRICIO	C.C. 00000437896
SECOND LINE GOMEZ TERESA MORALES DE	C.C. 00020149701
THIRD LINE FLOREZ EDUARDO	C.C. 00019161917
FOURTH LINE SANTOS CALDERON MARIA ADRIANA	C.C.00039690240

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DEC - 1 PM 10:41

C.C.B. [Bar Code] [Bar Code]
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[Chamber of Commerce Logo]
BOGOTA CHAMBER OF COMMERCE
HEADQUARTERS

AUGUST 26, 1999

TIME 11:26:57

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SHEET : 002

* * * * *

FIFTH LINE

GOMEZ MORALES CLAUDIA

C.C. 00035457724

** BOARD OF DIRECTORS: DEPUTY MEMBER(S) **

THAT ACCORDING TO MINUTES NO. 0000028 OF THE OCTOBER 2, 1997 STOCKHOLDERS' MEETING, RECORDED ON NOVEMBER 13, 1997, UNDER NUMBER 00610195 OF BOOK IX, THE FOLLOWING DEPUTY MEMBER(S) WAS (WERE) APPOINTED:

NAME	IDENTIFICATION
FIRST LINE VALCARCEL CARROLL AURELIO SIMON	C.C. 00019224004
SECOND LINE SANTAMARIA LORENCITA	C.C. 00035498831
THIRD LINE LEON FERRER HUGO ALBERTO	C.C. 00019269831
FOURTH LINE GAMBOA ELIANNE	C.C. 00039892166
FIFTH LINE GOMEZ MORALES GABRIEL FERNANDO	C.C. 00019344332

CERTIFIES:

LEGAL REPRESENTATIVE: THE LEGAL REPRESENTATIVE IS: THE CHAIRMAN AND HIS ALTERNATES ARE THE FIRST ALTERNATE AND THE SECOND ALTERNATE

CERTIFIES:

** APPOINTMENTS **

THAT ACCORDING TO MINUTES NO. 0000024 OF SEPTEMBER 23, 1994, RECORDED ON DECEMBER 30, 1994, UNDER NUMBER 00476027 OF BOOK IX, THE FOLLOWING MEMBER(S) WAS (WERE) APPOINTED:

NAME	IDENTIFICATION
CHAIRMAN WILLS ROMERO PATRICIO	C.C. 00000437896

THAT ACCORDING TO MINUTES NO. 0000304 OF THE OCTOBER 2, 1997 STOCKHOLDERS' MEETING, RECORDED ON NOVEMBER 13, 1997, UNDER NUMBER 00610205 OF BOOK IX, THE FOLLOWING ALTERNATE(S) WAS (WERE) APPOINTED:

NAME	IDENTIFICATION
FIRST ALTERNATE TO THE CHAIRMAN FLOREZ EDUARDO	C.C. 00019161917
SECOND ALTERNATE TO THE CHAIRMAN GOMEZ TERESA MORALES DE	C.C. 00020149701

CERTIFIES:

FACULTIES OF THE LEGAL REPRESENTATIVE: A. CARRY OUT THE MANDATES OF THE STOCKHOLDERS' GENERAL MEETING AND THE RESOLUTIONS OF THE BOARD OF DIRECTORS; B. PERFORM THE ACTS AND ENTER INTO THE AGREEMENTS THAT FURTHER THE CORPORATION'S PURPOSES PROVIDED THEIR AMOUNT DOES NOT EXCEED AN EQUIVALENT IN COLOMBIAN PESOS OF FIVE THOUSAND (5,000) CONSTANT PURCHASING POWER UNITS (CPPUS), AND SHOULD IT EXCEED THAT AMOUNT, HE MUST HAVE THE PRIOR AUTHORIZATION BY THE BOARD OF DIRECTORS OR MUST SUBMIT IT TO THE BOARD'S APPROVAL AND RECEIVE ITS CONFIRMATION TO CARRY THEM OUT. THE CORPORATION SHALL

NOT BE BOUND BY DEEDS COMMITTED BY THE CHAIRMAN WHICH TOOK PLACE AGAINST THE PROVISIONS OF THIS ARTICLE; C. APPOINT JUDICIAL AND EXTRA-JUDICIAL REPRESENTATIVES WHO, ACTING ON HIS ORDERS, ARE DEEMED BY HIM NECESSARY TO REPRESENT THE CORPORATION AND DELEGATE TO THEM SUCH FACULTIES AS DEEMED FIT BY HIM, PROVIDED SUCH FACULTIES ARE NOT INCOMPATIBLE WITH THE NATURE OF HIS POST AND THE LIMITATIONS OF HIS OWN FACULTIES OR IF THE EFFECT OF DELEGATING SUCH FACULTIES RELEASES HIM OF THE RESPONSABILITIES PERTAINING TO HIS POST; D. RECEIVE LOANS OF MONEY WITH THE LIMITATIONS MENTIONED UNDER LETTER B OF THIS ARTICLE, MAKE DEPOSITS IN BANKS OR BANK AGENCIES; E. ENTER INTO COMMERCIAL EXCHANGE AGREEMENTS IN ALL ASPECTS THEREOF, SIGN PROMISSORY NOTES, CHECKS, DRAFTS AND ANY OTHER DOCUMENTS AS WELL AS NEGOTIATE THIS TYPE OF INSTRUMENTS, HOLD THEM, COLLECT ON THEM, PAY FOR THEM, ETC.; F. WATCH OVER THE COLLECTION AND INVESTMENT OF THE COMPANY'S FUNDS; G. SUBMIT TO THE BOARD OF DIRECTORS IN ITS REGULAR MEETINGS THE PROVISIONAL BALANCE SHEET THAT IS TO BE PREPARED ON THE LAST DAY OF EACH MONTH AND KEEP THE BOARD INFORMED OF THE CORPORATION'S BUSINESS; H. SEE THAT ALL EMPLOYEES OF THE CORPORATION DILIGENTLY DISCHARGE THEIR DUTIES AND REPORT TO THE BOARD OF DIRECTORS ANY SERIOUS VIOLATION SUCH AS MAY OCCUR IN THIS REGARD; I. HIRE AND FIRE THE CORPORATION'S EMPLOYEES UNLESS THIS IS A FUNCTION PERTAINING TO STOCKHOLDERS' GENERAL MEETING OR TO THE BOARD OF DIRECTORS; AND J. DELEGATE TO THE VICE-CHAIRMAN OR HIS DEPUTY ONE OR SEVERAL OF HIS FUNCTIONS. DURING THE PERMANENT OR TEMPORARY ABSENCES OF THE CHAIRMAN, HE SHALL BE REPLACED BY HIS FIRST ALTERNATE AND IN THE ABSENCE OF THE FIRST ALTERNATE BY THE SECOND ALTERNATE --

CERTIFIES:

** AUDITOR **

THAT ACCORDING TO MINUTES NO. 0000020 OF MARCH 22, 1991, RECORDED ON JULY 23, 1991, UNDER NUMBER 00333546 OF BOOK IX, THE FOLLOWING MEMBER(S) WAS (WERE) APPOINTED:

NAME	IDENTIFICATION
MAIN AUDITOR	
RODRIGUEZ CRISTANCHO FRANCISCO EDUARDO	C.C. 00002855195
DEPUTY AUDITOR	
LOPEZ CAMARGO MARIO ANTONIO	C.C. 00019212302

CERTIFIES:

PERMIT TO OPERATE: THAT THROUGH RESOLUTION NO. 06289 OF DECEMBER 5, 1975, RECORDED ON FEBRUARY 23, 1976, UNDER NO. 33.828 OF BOOK IX, THE SUPERINTENDENCY OF CORPORATIONS ISSUED THE FINAL PERMIT TO OPERATE TO THE CORPORATION.

CERTIFIES:

JUDICIAL NOTIFICATION ADDRESS: CLL 19 NO. 4-56 PSO 2
MUNICIPALITY: SANTA FE DE BOGOTA D.C.

CERTIFIES:

THAT THE CORPORATION HAS REGISTERED THE FOLLOWING ESTABLISHMENTS:
NAME: RADIO TELEVISION INTERAMERICANA
REGISTRATION NO. 00117736
REGISTRATION RENEWAL: MARCH 31, 1999
LAST YEAR RENEWED: 1999

NAME: PRODUCCIONES R.T.I.
REGISTRATION NO. 00134089
REGISTRATION RENEWAL: MARCH 10, 1994
LAST YEAR RENEWED: 1994

FILED
DEC - 19 1991
RECORDED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

C.C.B. [Bar Code] [Bar Code]
01 .11664393.

[Chamber of
Commerce
Logo]

BOGOTA CHAMBER OF COMMERCE
HEADQUARTERS

AUGUST 26, 1999

TIME 11:26:58

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SHEET : 003

* * * * *

NAME: R T I COMUNICACIONES
REGISTRATION NO. 00485583
REGISTRATION RENEWAL: MARCH 31, 1993
LAST YEAR RENEWED: 1993

CERTIFIES:

THAT NO REGISTRATIONS APPEAR PRIOR TO THE DATE OF THIS CERTIFICATE
SUCH AS MAY MODIFY ITS CONTENTS IN WHOLE OR IN PART.

THE REGISTRATION RECORDS HERE CERTIFIED BECOME VALID FIVE (5)
WORKING DAYS AFTER THEIR REGISTRATION DATE, PROVIDED THEY ARE NOT
APPEALED IN AN ADMINISTRATIVE PROCEEDING.

THE CHAMBER OF COMMERCE SECRETARY,

** CERTIFIED FREE OF CHARGE TO CHAMBER MEMBERS **

PURSUANT TO DECREE 2150 OF 1995 AND THE AUTHORIZATION GRANTED BY
THE SUPERINTENDENCY OF INDUSTRY AND COMMERCE THROUGH THE LETTER
DATED NOVEMBER 18, 1996, THE MECHANICAL SIGNATURE APPEARING BELOW
IS FULLY VALID FOR ALL LEGAL PURPOSES.

99 DEC 10 10:41
F111111
SECRETARY OF STATE
TALLAHASSEE
FLORIDA

[Illegible signature]