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OFFICE USE ONLY

00 FEB 21 PM 3:35
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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. LATIN AMERICA BASIC CHANNEL SERVICES, L.P.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. CF-125
(Corporation Name) (Document #)

4. CERT-30
(Corporation Name) (Document #)

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- Photocopy
- Certificate of Status

(Handwritten circle around 'C')

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

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

** File Second*

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

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

13/1
2/24/00

RECEIVED
00 FEB 24 AM 11:13
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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****310.00 ****155.00

Examiner's Initials

ARTICLES OF ORGANIZATION

OF

LATIN AMERICA BASIC CHANNEL SERVICES, L.C.

The undersigned members to these Articles of Organization hereby associate themselves together to form a Limited Liability Company under the laws of the State of Florida.

ARTICLE I

NAME

The name of this Limited Liability Company is Latin America Basic Channel Services, L.C.

ARTICLE II

GENERAL NATURE OF BUSINESS

The Limited Liability Company may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

MEMBERSHIP

All memberships shall be payable in cash, notes or other property at a valuation to be fixed by the Board of Managers at a meeting called for that purpose. Property may be purchased or paid for with memberships at a just valuation to be fixed by the Board of Managers. The members by vote of a majority in interest may sell further memberships as they deem necessary at a price to be determined in their discretion. Any new membership interests shall reduce the existing percentages pro-rata. However, whenever new membership interests are sold the existing members shall have preemptive rights.

00 FEB 21 PM 3:38
SECRETARY OF STATE
FLORIDA

ARTICLE IV

INITIAL AND AUTHORIZED CAPITAL

The amount of capital with which this Limited Liability Company will begin business is not less than \$100, to be contributed as set out in Article IX. The authorized capital shall be \$10,000.00 but may be increased by amending these articles as provided in article X.

ARTICLE V

TERM OF EXISTENCE

This Limited Liability Company is to exist for thirty (30) years. The remaining members may vote to continue the Limited Liability Company's business without regard to the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event, which terminates the continued membership of a member in the Limited Liability Company.

ARTICLE VI

ADDRESS

The initial post office address of the principal office of this Limited Liability Company in the State of Florida is 5201 Blue Lagoon Dr., Suite 270, Miami, Fl. 33126. The Board of Managers may from time to time move the principal office to another address in Florida. This is also the mailing address.

ARTICLE VII

MANAGERS

This Limited Liability Company shall, if voted by the members, have not less than one manager; however, the number of managers may be increased or diminished from time to time by Regulations adopted by the stockholders, but shall never be less than one. The Managers may manage the company in accordance with regulations passed by the members of the Company as the members may desire.

00 FEB 24 PM 3:38
STATE OF FLORIDA
DEPARTMENT OF REVENUE

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STATE OF FLORIDA
DEPARTMENT OF REVENUE

ARTICLE VIII

INITIAL MANAGERS

The name and post office address of the members of the first Board of Managers, if any, shall be determined by vote of the membership.

ARTICLE IX

ORIGINAL MEMBERS (This is a member-managed company.)

The name and post office address of the original members of these Articles of Organization, the original percentage of ownership that they agree to take and the value of the consideration, payable in cash and notes as agreed between the members, therefore is:

<u>Name</u>	<u>Address</u>	<u>Ownership</u>	<u>Consideration</u>
Ole Communications Media Services, L.C	5201 Blue Lagoon Dr., Suite 270 Miami, Fl. 33126	100 %	\$100,000

ARTICLE X

AMENDMENT

These articles of Organization may be amended in the manner provided by law. Every amendment shall be approved at a members' meeting by a majority in interest of the membership entitled to vote thereon, unless all the managers and all the members sign a written statement manifesting their intention that a certain amendment of these articles of Organization be made.

ARTICLE XI

REGISTERED OFFICE AND REGISTERED AGENT

That Latin America Basic Channel Services, L.C. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization at the County of Miami-Dade, State of Florida, hereby designates Arazoza, Comas, de Torres and Fernandez-Fraga as its Registered Agent, to accept services within the State. The registered office of the Limited Liability Company shall be at 2100 Salzedo Street, Suite 300, Coral Gables, Fl. 33131.

00 FEB 25 PM 3:38
STATE OF FLORIDA
DEPARTMENT OF CORPORATIONS

00 FEB 24 PM 3:38
STATE OF FLORIDA
DEPARTMENT OF CORPORATIONS

WITNESS the hand and seal of the members in Miami-Dade County, State of Florida, this _____ day of _____, 2000.

Ole Communications Basic Channel Services, L.C.

By: *Gaston Comas*
Gaston Comas

00 FEB 23 PM 3:38
DIVISION OF CORPORATIONS

STATE OF FLORIDA)
)
COUNTY OF DADE)

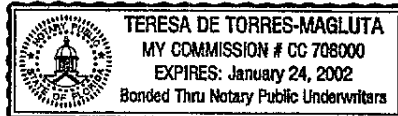
SS:

PERSONALLY appeared before me, Gaston Comas, the CFO Ole Communications Media Services, L.C. who produced _____ identification or if blank is personally known to me to be one of the original members to the forgoing Articles of Latin America Basic Channel Services, L.C., who being by me first duly sworn, acknowledges that he signed the same for the purposes therein expressed.

WITNESS my hand and seal at miami - Dade County, Florida this 22 day of February, 2000.

TERESA DE TORRES-MAGLUTA
NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

My commission expires _____



00 FEB 24 PM 3:38
DIVISION OF CORPORATIONS

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida statutes, the following is submitted:

FIRST: That Latin America Basic Channel Services, L.C. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the County of Miami-Dade, State of Florida, has named Arazoza, Comas, de Torres & Fernandez-Fraga, as its Agent to accept service of process within Florida.

Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Arazoza, Comas, de Torres & Fernandez-Fraga, P.A.

Deusa de Jesus
managing director

Date 2/22/00

00 FEB 23 PM 3:38
SECRETARY OF STATE
CORPORATION DIVISION

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SECRETARY OF STATE
CORPORATION DIVISION