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FLORIDA/FOREIGN LIMITED LIABILITY CO.

IPTV-Americas Consortium, LLC

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J. BRYAN JUN 19 2006

ARTICLES OF ORGANIZATION
OF
IPTV-AMERICAS CONSORTIUM, LLC

These Articles of Organization of IPTV-Americas Consortium, LLC (the "Company") are being duly executed and filed by the undersigned, as an authorized person, to form a limited liability company pursuant to Florida Statute Section 608.407 of the Florida Limited Liability Company Act (the "Act").

1. The name of the Company is IPTV-Americas Consortium, LLC.
2. The mailing address of the principal office of the Company is 369 Alhambra Circle, Suite 100, Coral Gables, Florida 33134.
3. The name and street address of the initial registered agent for service of process in the State of Florida for the Company is Alvaro T. Gazzolo, 369 Alhambra Circle, Suite 100, Coral Gables, Florida 33134.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of this 15th day of June, 2006.

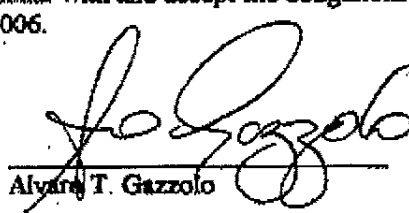
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Alvaro T. Gazzolo
Authorized Person

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

Having been named Registered Agent of IPTV-AMERICAS CONSORTIUM, LLC and to accept service of process for IPTV-AMERICAS CONSORTIUM, LLC at the place designated in these Articles of Organization, 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 relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as Registered Agent this 15 day of June, 2006.


Alvano T. Gazzolo

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