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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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-06/13/01--01020--018
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OFFICE USE ONLY

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

1. ASIAN RADIO-TV NETWORK, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)



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Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input 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

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

Examiner's Initials

01 JUN 13 AM 10:55
DIVISION OF
CORPORATION

01 JUN 13 PM 1:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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**ARTICLES OF INCORPORATION FOR A NOT FOR PROFIT
ORGANIZATION**

ARTICLES OF INCORPORATION OF ASIAN RADIO-TV NETWORK, INC.

The undersigned, acting as incorporator of a corporation under the Not for Profit Corporation Act of the State of FLORIDA, adopt the following articles of incorporation for such corporation:

ARTICLE I

The name of the corporation hereinafter referred to, as the "Corporation" is **ASIAN RADIO-TV NETWORK, INC.**

ARTICLE II

The period of duration of the Corporation is perpetual.

ARTICLE III

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The Corporation may receive and administer funds for scientific, religious, educational, and charitable purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 and to that end, the Corporation is empowered to hold any property, or any undivided interest therein, without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-Laws of the Corporation, or any applicable laws, to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Not-for-Profit Corporation Law.

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TALLAHASSEE FLORIDA

No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the Corporation, or any private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes, and no member, trustee, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in or intervene in, including the publication or distribution of statements, any political campaign on behalf of any candidate for public office.

Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to one or more charitable, religious, scientific, testing for public safety, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended, or to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IV

The qualifications for members and the manner of their admissions shall be regulated by the by-laws.

ARTICLE V

The initial street address in the state of FLORIDA of the initial registered office of the Corporation is 14238 SW 45th STREET, MIAMI, FLORIDA 33175, and the name of the initial registered agent at such address is ANTONIO IBAY.

ARTICLE VI

The territory in which the operations of the Corporation are principally to be conducted is the United States of America and its territories and possessions, but the operations of the Corporation shall not be limited to such territory.

ARTICLE VII

The initial board of directors shall consist of at least ~~three~~(3) members, who need not be residents of the state of FLORIDA.

ANTONIO P. IBAY

MARIA ROSARIO M. BARRAMEDA

JOEL CRUZ

ARTICLE VIII

The names and addresses of the persons who shall serve as directors until the first annual meeting of members, or until their successors shall have been elected and qualified, are as follows:

ANTONIO P. IBAY

14238 SW 45 STREET, MIAMI, FLORIDA 33175

MARIA ROSARIO M. BARRAMEDA

6444 LA COSTA DRIVE, #204, BOCA RATON, FLORIDA 33433

JOEL CRUZ


1605 ROYAL PALM WAY, BOCA RATON, FLORIDA 33433

ARTICLE IX

The name and address of the initial incorporator are as follows:

ANTONIO P. IBAY
14238 SW 45 STREET, MIAMI, FLORIDA 33175

IN WITNESS WHEREOF, the undersigned have made and subscribed to these Articles of Incorporation at MAIMI, FLORIDA on June 12, 2001.

ANTONIO P. IBAY 

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 12th of JUNE 2001.

Notary Public

(SEAL)

State of FLORIDA

My Commission Expires:

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

ASIAN RADIO-TV NETWORK, INC.
(must include suffix)

2. The name and address of the registered agent and office is:

ANTONIO IRAY
(NAME)

14238 SW 45th STREET
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

MIAMI, FL 33175
(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.


(SIGNATURE)

6-19
(DATE)
SECRETARY OF STATE
ALLAHASSEE, FLORIDA
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