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From:  
Account Name : ALBERT J. XIQUES, ESQ.  
Account Number : 110166000015  
Phone : (305) 377-1000  
Fax Number : (305) 377-1055

FLORIDA PROFIT CORPORATION OR P.A.

Television  
TVC Communications Corporation

see DOS letter, Ref # W00000005

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| Certificate of Status | 1       |
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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

March 2, 2000

ALBERT J. XIQUES

SUBJECT: TVC COMMUNICATIONS CORPORATION  
REF: W00000005647

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Adding "of Florida" or "Florida" to the end of a name is not acceptable.

THE CONFLICT IS TVC COMMUNICATIONS, INC. DOC #F99000000207.

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**ARTICLES OF INCORPORATION  
OF  
TVC TELEVISION CORPORATION**

**ARTICLE I  
NAME**

The name of the corporation is **TVC Television Corporation**. The mailing address of the corporation shall be 1000 Brickell Avenue, Suite 660, Miami, FL 33131.

**ARTICLE II  
DURATION**

This corporation shall have a perpetual existence commencing upon filing of the Articles of Incorporation with the Secretary of State.

**ARTICLE III  
PURPOSE**

The corporation shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which corporations may be incorporated under Chapter 607, Florida Statutes, as amended and supplemented.

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This instrument prepared by:  
Alberto J. Xiques, Esq.  
Fla. Bar No. 948217  
RODRIGUEZ & MACHADO, P.A.  
1000 Brickell Avenue, Suite 660  
Miami, Florida 33131  
(305) 377-1000

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ARTICLE IV  
POWERS

The corporation shall have all of the powers conferred upon corporations organized pursuant to the provisions of Chapter 607, Florida Statutes, as amended and supplemented.

ARTICLE V  
CAPITAL STOCK

This corporation is authorized to issue 100,000 shares of One Dollar (\$1.00) par value common stock (the "Common Shares"). All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one (1) vote for each share on all matters on which shareholders have the right to vote.

The corporation is also authorized to issue 3,000,000 shares of One Dollar (\$1.00) par value preferred stock (the "Preferred Shares"). The preferences, limitations and relative rights of the Preferred Shares shall be determined by the Board of Directors of the corporation, in accordance with Section 607.0602, Florida Statutes, at a time before the issuance of the first share of the Preferred Shares.

ARTICLE VI  
INCORPORATOR

The name and address of the person signing these Articles as Incorporator is:

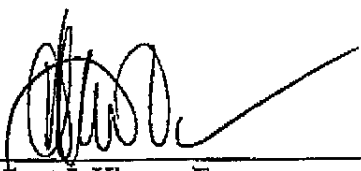
Albert J. Xiques, Esq.  
Rodriguez & Machado, P.A.  
1000 Brickell Avenue, Suite 660  
Miami, Florida 33131

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ARTICLE VII  
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1000 Brickell Avenue, Suite 660, Miami, Florida 33131, and the name of the initial registered agent of this corporation at that address is Albert J. Xiques, Esq.

15<sup>th</sup> IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation this  
day of March, 2000.

  
\_\_\_\_\_  
Albert J. Xiques, Esq.  
Incorporator

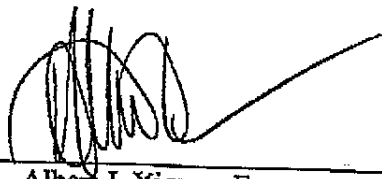
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ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above corporation at the place designated in the Articles of Incorporation, we hereby accept this appointment of, and designation as, registered agent for service of process within the State of Florida of the proposed corporation named in the Articles of Incorporation hereinabove set forth and do hereby further state that we may be found as registered agent for service of process upon said proposed corporation at the address set forth in Article VII of such Articles.

IN WITNESS WHEREOF, as said registered agent, we have caused this Statement to be signed on this 1<sup>st</sup> day of March, 2000.

By



Albert J. Xiques, Esq.

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