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OF COUNSEL:
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March 21, 2000

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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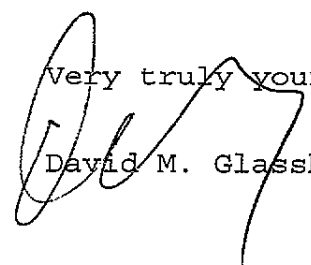
RE: THE BUSINESS BROADCASTING NETWORK, INC.

Gentlemen:

Enclosed please find two copies of the Articles of Incorporation for THE BUSINESS BROADCASTING NETWORK, INC. Also, enclosed please find our check in the amount of SEVENTY EIGHT AND 75/100 DOLLARS (\$78.75) made payable to the Secretary of State for filing fees of the above mentioned corporation.

Should you have any questions with regard to the foregoing, please contact the undersigned at (305) 669-9535.

Very truly yours,



David M. Glassberg

DMG/bal
enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 MAR 27 AM 11:42

FILED

ARTICLES OF INCORPORATION

FOR

THE BUSINESS BROADCASTING NETWORK, INC.

00 MAR 27 AM 11:42
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is: THE BUSINESS BROADCASTING NETWORK, INC. The mailing address of the corporation is: 4770 Biscayne Blvd., Suite 700, Miami, FL 33137.

ARTICLE II

The duration of the corporation shall be perpetual. The date and time of the commencement of the corporate existence of the corporation shall be upon filing these Articles of Incorporation with the Secretary of State of Florida.

ARTICLE III

The nature of the business and the objects and purposes to be transacted, promoted or carried on by the corporation are to engage in any lawful act, activity or business for which corporations may be organized under the laws of the United States of America and of the State of Florida. Additionally, this corporation shall have all of the powers vested in a corporation organized under and existing by virtue of the laws of the State of Florida.

ARTICLE IV

The aggregate number of shares which the corporation is authorized to issue and have outstanding at any time is 100,000 common shares. Such 100,000 common shares shall consist of one class only having a par value of \$.01 per share.

ARTICLE V

The street address of the initial registered office of the corporation is 4770 Biscayne Blvd., Suite 700, Miami, FL 33137. The name of the corporation's initial registered agent at said address is DAVID M. GLASSBERG.

ARTICLE VI

The number of directors constituting the initial Board of Directors shall be three (3). The names and street addresses of the initial members of the Board of Directors are:

JOSE MATTO
4770 Biscayne Blvd.
Suite 700
Miami, FL 33137

WILLIAM CARSTON KERCHER III
4770 Biscayne Blvd.
Suite 700
Miami, FL 33137

HENRY YANIZ, JR.
4770 Biscayne Blvd.
Suite 700
Miami, FL 33137

The number of Directors may be increased or diminished from time to time by Bylaws adopted by either the Shareholders or the Directors, but shall never be less than such number as required by the laws of the State of Florida.

ARTICLE VII

The name and street address of the incorporator is:

DAVID M. GLASSBERG
4770 Biscayne Blvd.
Suite 700
Miami, FL 33137


ARTICLE VIII

The Corporation shall indemnify and advance expenses to, to the fullest extent authorized or permitted by the Florida Business Corporation Act (the "Act"), any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he is or was a director or officer of the Corporation or is or was serving at the request of the Corporation as a director or officer of another corporation. Unless otherwise expressly prohibited by the Act, and except as otherwise provided in the foregoing sentence, the Board of Directors of the Corporation shall have the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit, or proceeding by reason of the fact that he is or was an employee or agent of the Corporation, or is or was serving at the request of the Corporation as an employee or agent of another corporation, partnership, joint venture, trust or other enterprise. Except for any person who is or was a director or officer of the Corporation, or any person who is or was serving at the request of the Corporation may apply for indemnification or advancement of expenses to any court of competent jurisdiction.

ARTICLE IX

These Articles of Incorporation may be amended in the manner provided by Florida law.

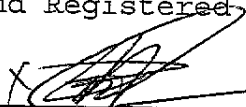
IN WITNESS WHEREOF the undersigned has caused these Articles of Incorporation to be executed at Miami, Florida this 22nd day of March, 2000.



DAVID M. GLASSBERG, Incorporator and Registered Agent

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The foregoing Articles of Incorporation were sworn to, subscribed and acknowledged before me this 22nd day of March, 2000, DAVID M. GLASSBERG, Incorporator and Registered Agent, personally known to me.



Notary Public, State of Florida

My Commission Expires:

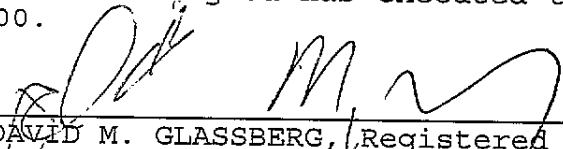
ACCEPTANCE OF REGISTERED AGENT



BERNADINE A. CHEN
COMMISSION # CC774577
EXPIRES SEP 13, 2002
BONDED THROUGH
ADVANTAGE NOTARY

Having been designated registered agent for THE BUSINESS BROADCASTING NETWORK, INC., a corporation to be organized under the laws of the State of Florida, the undersigned hereby accepts such appointment and the obligations of that position and represents that the undersigned is familiar with the obligations of that position.

IN WITNESS WHEREOF, the undersigned has executed this Acceptance this 22nd day of March, 2000.



DAVID M. GLASSBERG, Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 MAR 27 AM 11:42

FILED