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Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number

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EFFECTIVE DATE

Fran:

Account Name

: CORPORATE CREATIONS INTERNATIONAL INC.

Account Number: 110432003053

Phone

: (305)672-0686

Fax Number

: (305) 672-9110

FLORIDA PROFIT CORPORATION OR P.A.

Spanish Shopping Network, Inc.

Certificate of Status	1
Certified Copy	0
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Estimated Charge	\$78.75

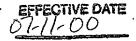
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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is: Spanish Shopping Network, Inc.

Article II. Address

The Corporation's mailing address is: Spanish Shopping Network, Inc. 319 Clematis 10th Floor West Palm Beach FL 33401

Article III. Registered Agent

The name and address of the Corporation's registered agent is: James A. Gale Feldman, Gale and Webber, P.A. 201 South Biscayne Boulevard, Suite 1970 Miami FL 33131

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Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is: Jeffery D. Chandler

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

James A. Gale | FL Bar Member 371726 Feldman, Gale and Webber, P.A. 201 South Biscayne Boulevard 19th Floor Miami FL 33131 305-358-5001 H00000037014

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is: James A. Gale Feldman, Gale and Webber, P.A. 201 South Biscayne Boulevard 19th Floor Miami FL 33131

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on July 11, 2000.

The undersigned incorporator executed these Articles of Incorporation on July 14, 2000.

JAMES A. GALE

by T. Hardy as aftorney-in-fact

James A. Gale | FL Bar Member 371726 Feldman, Gale and Webber, P.A. 201 South Biscayne Boulevard 19th Floor Miami FL 33131 305-358-5001 H00000037014

CERTIFICATE OF DESIGNATION REGISTERED AGENT/OFFICE

CORPORATION:

Spanish Shopping Network, Inc.

REGISTERED AGENT/OFFICE:

James A. Gale Feldman, Gale and Webber, P.A. 201 South Biscayne Boulevard, Suite 1970 Miami FL 33131

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

JAMES A. GALE

by T. Hardy as attorney-in-fact

Date: July 14, 2000

James A. Gale | FL Bar Member 371726 Feldman, Gale and Webber, P.A. 201 South Biscayne Boulevard 19th Floor Miami FL 33131 305-358-5001 H00000037014