

**Electronic Articles of Incorporation
For**

P02000109415
FILED
October 10, 2002
Sec. Of State

CABALLERO TV & CABLE REPS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

CABALLERO TV & CABLE REPS, INC.

Article II

The principal place of business address:

299 ALHAMBRA CIRCLE
SUITE 402
CORAL GABLES, FL. 33134

The mailing address of the corporation is:

299 ALHAMBRA CIRCLE
SUITE 402
CORAL GABLES, FL. 33134

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

10,000

Article V

The name and Florida street address of the registered agent is:

EDUARDO CABALLERO
299 ALHAMBRA CIRCLE
SUITE 402
CORAL GABLES, FL. 33134

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: EDUARDO CABALLERO

Article VI

The name and address of the incorporator is:

ROSAMARIA CABALLERO STAFFORD
1080 MADISON AVE.
12TH FLOOR
NEW YORK, NY 10028

Incorporator Signature: ROSAMARIA CABALLERO STAFFORD