Electronic Articles of Incorporation For

P05000009061 FILED January 19, 2005 Sec. Of State

IT'S HAPPENING ON TV, 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:

IT'S HAPPENING ON TV, INC.

Article II

The principal place of business address:

420 LINCOLN ROAD SUITE 300 MIAMI BEACH, FL. 33139

The mailing address of the corporation is:

420 LINCOLN ROAD SUITE 300 MIAMI BEACH, FL. 33139

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: 1000

Article V

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

REYGADAS & ASSOCIATES, INC. 420 LINCOLN ROAD SUITE 300 MIAMI BEACH, FL. 33139

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

P05000009061 FILED January 19, 2005 Sec. Of State

Registered Agent Signature: JOSE A REYGADAS

Article VI

The name and address of the incorporator is:

JOSE A REYGADAS 420 LINCOLN ROAD SUITE 300 MIAMI BEACH, FLORIDA 33139

Incorporator Signature: JOSE A REYGADAS

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P BERNARDO RUBINSTEIN 420 LINCOLN ROAD, SUITE 300 MIAMI BEACH, FL. 33139

Title: VP JOSE A REYGADAS 5466 SW 187 TERRACE MIRAMAR, FL. 33029

Title: VP ALEJANDRA RUBINSTEIN 420 LINCOLN ROAD, SUITE 300 MIAMI BEACH, FL. 33139

Title: VP HERIBERTO S HOCSMAN 420 LINCOLN ROAD SUITE 300 MIAMI BEACH, FL. 33139

Article VIII

The effective date for this corporation shall be:

01/18/2005