

**Electronic Articles of Incorporation
For**

P05000064850
FILED
May 03, 2005
Sec. Of State
dwhite

PRIME MEDIA USA 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:

PRIME MEDIA USA INC.

Article II

The principal place of business address:

1055 COLORADO BLVD
FIFTH FLOOR
PASADENA, CA. US 91101

The mailing address of the corporation is:

1055 COLORADO BLVD
FIFTH FLOOR
PASADENA, CA. US 91101

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:

DIANA CASTELLON
2570 SW 189TH AVE.
MIRAMAR, FL. 33029

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

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Registered Agent Signature: DIANA CASTELLON

Article VI

The name and address of the incorporator is:

EDWARD STAHLIN
9453 HIDDEN LAKE CIRCLE
DEXTER, MI 48130

Incorporator Signature: EDWARD STAHLIN

Article VII

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

Title: DIR
DONALD CASTELLON
1055 COLORADO BLVD, FIFTH FLOOR
PASADENA, CA. 91101 US

Title: DIR
SERGIO EVA- MOSS
1055 COLORADO BLVD, FIFTH FLOOR
PASADENA, CA. 91101 US

Title: DIR
CARLOS MOLINA
1055 COLORADO BLVD, FIFTH FLOOR
PASADENA, CA. 91101 US

Title: DIR
MAURICIO MOLINA
1055 COLORADO BLVD, FIFTH FLOOR
PASADENA, CA. 91101 US

Title: DIR
PAUL ACOSTA
1055 COLORADO BLVD, FIFTH FLOOR
PASADENA, CA. 91101 US