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PAGE 08/11

11/3/08 11:13

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To:

Division of Corporations  
Fax Number : (850)617-6381

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (561)694-8107  
Fax Number : (561)694-1639

DIVISION OF CORPORATIONS

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FLORIDA PROFIT/NON PROFIT CORPORATION

SD (MPC 22A, 22B, 23A & 23B) Corp.

Certificate of Status	1
Certified Copy	0
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ARTICLES OF INCORPORATION  
OF  
SD (MPC 22A, 22B, 23A & 23B) Corp.

ARTICLE I  
Name

The name of the corporation is SD (MPC 22A, 22B, 23A & 23B) Corp.

ARTICLE II  
Duration

This corporation shall have a perpetual existence, unless dissolved according to law, commencing on the 3rd day of November, 2008.

ARTICLE III  
Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV  
Capital Stock

This corporation is authorized to issue ONE HUNDRED (100) shares of ONE AND NO/100 DOLLARS (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V  
Principal Office; Initial Registered Office and Agent

The street address of the initial principal office and registered office of this corporation is: WSVN Channel 7, 1401 79<sup>th</sup> Street Causeway, Miami, Florida 33141 and the name of the initial registered agent of this corporation at that address is: Roger Metcalf.

ARTICLE VI  
Initial Board of Directors

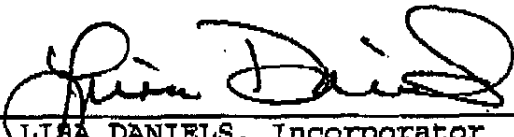
This corporation shall initially have one (1) director. The

number of directors may be increased or decreased from time to time by the By-laws, but shall never be less than one (1). The name and address of the initial director of this corporation is: Edmund N. Ansin, WSVN Channel 7, 1401 79<sup>th</sup> Street Causeway, Miami, Florida 33141.

**ARTICLE VII**  
**Incorporator**

The name and address of the person signing these Articles is: Lisa Daniels, Esq., Therrel Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2950, Miami, Florida 33131.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 3<sup>rd</sup> day of November, 2008.

  
\_\_\_\_\_  
LISA DANIELS, Incorporator

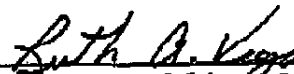
STATE OF FLORIDA:

SS:

COUNTY OF MIAMI-DADE:

The foregoing instrument was acknowledged before me this 3<sup>rd</sup> day of November, 2008, by LISA DANIELS, ESQ., who is personally known to me or who has produced \_\_\_\_\_ as identification.



  
\_\_\_\_\_  
Notary Public, State of Florida  
at Large

Ruth A. Vega  
Type/Print/or Stamp Name of Notary

My Commission Expires:  
\_\_\_\_\_

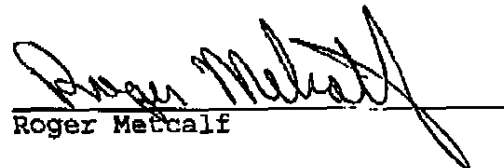
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED**

**SD (MPC 22A, 22B, 23A & 23B) Corp.**

In pursuance of the Florida Statutes, the following is submitted, in compliance with said Act:

First--that SD (MPC 22A, 22B, 23A & 23B) Corp., desiring to organize under the laws of the State of Florida with its principal office at: c/o WSVN Channel 7, 1401 79<sup>th</sup> Street Causeway, Miami, Florida 33141, has named Roger Metcalf, located at WSVN Channel 7, 1401 79<sup>th</sup> Street Causeway, Miami, Florida 33141, as its agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
Roger Metcalf

W:\MSDN\Subcom Television Corp\Subcom Development Corp\SD (MPC 22A, 22B, 23A & 23B) Corp\Articles of Incorpor SD (MPC 22A, 22B, 23A & 23B).wpd

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