

Check Number Only

P95000032330

5/10/95

Comprehensive Business Serv.

Requester's Name
10651 N. Kendall DR. #201

Address
MIAMI FL 33176

City State ZIP Phone
273-8588

REGISTRATION ONLY

600001483786
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****122.50

CORPORATION(S) NAME

CARACOL TELEVISION, INC

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Foreign	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of Registered Agent
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
		<input type="checkbox"/> Mail Out

RECEIVED
95 MAY 11 AM 5:53
DIVISION OF CORPORATION

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED COPY

5/11/95
TK



EMPIRE Toll Free: 1-800-432-3028

BUSINESS SERVICES

SILVIO CORTEZ

10051 North Kendall Drive, Suite #201, Miami, FL 33170

FAX (305) 273-8533

Phone (305) 273-8588

May 9, 1995

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Subject: **CARACOL TELEVISION, INC.**

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above corporation and a check in the amount of \$122.50 to cover the following charges: Designation of Registered Agent (\$35.00); Filing Fee (\$35.00); and Certified Copy (\$52.50).

FROM:

SILVIO CORTEZ
10651 N. KENDALL DR., STE. 201
MIAMI, FL. 33176

Sincerely Yours,


SILVIO CORTEZ

ARTICLES OF INCORPORATION

OF

CARACOL TELEVISION, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of the Corporation is CARACOL TELEVISION, INC.

ARTICLE II

The term of existence of the Corporation is perpetual.

ARTICLE III

The Corporation may engage or transact in any or all lawful business activities permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV

The aggregate number of shares which the Corporation has authority to issue is one thousand (1,000), all of which shall be common shares having a par value of Fifty Dollars (\$50.00) per share.

ARTICLE V

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase un-issued or treasury shares of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or to acquire shares of any such un-issued or treasury shares.

ARTICLE VI

The street address of the initial registered office of the Corporation is:

2100 Coral Way, Suite 200
Miami, FL 33145

The name of the registered agent of such address is:

Silvio Cortez

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INDEXED
MAY 11 1961
FALLS CHURCH, VA

ARTICLE VII

The initial address of the principal office of the Corporation in the State of Florida is:

2100 Coral Way, Suite 200
Miami, Florida 33145

ARTICLE VIII

The initial Board of Directors of the Corporation shall be five (5) directors. The number of directors may be increased or diminished from time to time by bylaws adopted by the shareholders but shall not be less than two (2).

ARTICLE IX

The name and address of the first Board of Directors of the Corporation, who shall hold office for the first year, or until their successors are chosen, are :

Mabel del-Socorro-Garcia
Tr. 17 No. 100-20 , Piso 3
Bogota, Colombia

Carmen Pizano-Gutierrez
2100 Coral Way, Suite 200
Miami, Florida 33145

Jorge Martinez
Tr. 17 No. 100-20, Piso 3
Bogota, Colombia

Gerardo Reyes-Diaz
2100 Coral Way, Suite 200
Miami, Florida 33145

Rosa Emilia Fonseca
Tr. 17 No. 100-20, Piso 3
Bogota, Colombia

ARTICLE X

The names and addresses of the Officers of the Corporation who shall hold office for the first year, or until their successors are chosen by the Board of Directors in accordance with the bylaws, are:

Mabel del-Socorro-Garcia
Tr. 17 No. 100-20, Piso 3
Bogota, Colombia

President

Carmen Pizano-Gutierrez
2100 Coral Way, Suite 200
Miami, Florida 33145

Vice President & General Manager

Silvio Cortez
2100 Coral Way, Suite 200
Miami, Florida 33145

Vice President, Secretary

Rosa Emilia Fonseca
Tr. 17 No. 100-20, Piso 3
Bogota, Colombia

Vice President, Treasurer

ARTICLE XI

The name and address of the incorporator of this Corporation is:

Silvio Cortez
2100 Coral Way, Suite 200
Miami, Florida 33145

ARTICLE XII

The names and addresses of the subscribers to these Articles of Incorporation and the number of shares of common stock they agree to take are:

Caracol Television S.A.
Tr. 17 No. 100-20, Piso 3
Bogota, Colombia

100% of issued shares.

ARTICLE XIII

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto and any writing inferred upon the shareholders shall be subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 9th day of May 1995.

Signature: _____


**SILVIO CORTEZ
INCORPORATOR**

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the corporation is: **CARACOL TELEVISION, INC.**
2. The name and address of the registered agent are:

Silvio Cortez
2100 Coral Way, Suite 200
Miami, FL 33145

SIGNATURE: *Silvio Cortez*

TITLE: *V. President, Secretary*

DATE: *5/9/95*

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

SIGNATURE: *Silvio Cortez*

DATE: *5/9/95*