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Law Office of
VIVIAN T. FIGUERAS
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Telephone: (305) 569-9886

FILED
96 FEB 12 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
Telecopier: (305) 496-1420

7 February 1996

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Florida Dept. of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: *Initial Filing for LATIN MEDIA CONNECTION, INC.*

Gentlemen/Ladies:

Enclosed please find, for immediate filing, the Articles of Incorporation for LATIN MEDIA CONNECTION, INC., a Florida corporation, and Designation of Registered Agent, together with a copy thereof. Please file forthwith, and return a certified copy of the Articles of Incorporation to us, in the enclosed stamped addressed envelope, at your earliest convenience.

As your fee for the filing of the Articles of Incorporation, the Designation of Registered Agent, and the Certified Copy thereof, enclosed please find this firm's check in the amount of \$122.50, payable to the Secretary of State.

Thank you for your cooperation. If you should have any questions, or if I may otherwise be of assistance, please do not hesitate to contact me.

Sincerely,


VIVIAN T. FIGUERAS

encl.
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KATHY H. FEB 15 1996

ARTICLES OF INCORPORATION
OF
LATIN MEDIA CONNECTION, INC.
A Florida Corporation

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a Florida corporation under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME

The name of the corporation is LATIN MEDIA CONNECTION, INC..

ARTICLE II

DURATION

The corporation shall have perpetual existence.

ARTICLE III

PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to issue 2,000 shares of Ten Dollars (\$10.00) par value common stock.

ARTICLE V

**INITIAL REGISTERED OFFICE AND AGENT
AND PRINCIPAL OFFICE**

The street address of the initial registered office of the corporation is 825 SOUTH BAYSHORE DRIVE, SUITE 843, MIAMI, FLORIDA 33131, and the name of the initial registered agent of the corporation at that address is MAURICIO FIGUERAS. The principal office of the corporation is 825 SOUTH BAYSHORE DRIVE, SUITE 843, MIAMI, FLORIDA 33131.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The corporation shall initially have one (1) director to hold office until the first annual meeting of shareholders and the successors shall have been duly elected and qualified, or until any earlier resignations, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the corporation. The name and address of the one (1) initial director of the corporation is:

<u>NAME</u>	<u>ADDRESS</u>
MAURICIO FIGUERAS	825 SOUTH BAYSHORE DRIVE, SUITE 843 MIAMI, FLORIDA 33131

ARTICLE VII

INCORPORATOR

The name and address of the person signing these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
MAURICIO FIGUERAS	825 SOUTH BAYSHORE DRIVE, SUITE 843 MIAMI, FLORIDA 33131

ARTICLE VII

AMENDMENTS

The power to amend these Articles of Incorporation in accordance with the law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 6th day of February, 1996.


MAURICIO FIGUERAS, Incorporator

STATE OF FLORIDA)
COUNTY OF DADE) SS

THE FOREGOING INSTRUMENT was acknowledged to before me, the undersigned Notary Public, at Miami, Dade County, Florida, on this 6th day of February, 1996 by: MAURICIO FIGUERAS

 Personally Known OR Produced Identification

 Did take an oath OR Did not take an oath

Type of Identification: N/A

VIVIAN T. FIGUERAS
Notary Public, State of Florida
My Comm. Expires July 28, 1998
No. CC 383621
Bonded Thru Official Notary Service


SIGNATURE OF NOTARY PUBLIC
STATE OF FLORIDA


VIVIAN T. FIGUERAS
PRINT/TYPE/STAMP COMMISSIONED
NAME OF NOTARY PUBLIC

ACCEPTANCE
OF
DESIGNATION
AS
REGISTERED AGENT

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I HEREBY ACCEPT the appointment as the initial registered agent of LATIN MEDIA CONNECTION, INC., a Florida corporation, as made in the foregoing Articles of Incorporation.

DATED this 10th day of February, 1996.


MAURICIO FIGUERAS
Registered Agent