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NAME: LATIN AMERICAN INTERNATIONAL FILM NETWORK, I
 AUDIT NUMBER.....H96000017066
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 5, 1996

EMPIRE

SUBJECT: LATIN AMERICAN INTERNATIONAL FILM NETWORK, INC.
REF: W96000025545

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FAX Aud. #: H96000017066
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**ARTICLES OF INCORPORATION
OF
LATIN AMERICAN INTERNATIONAL FILM NETWORK, INC.**

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**ARTICLE I.
CORPORATE NAME**

The name of this Corporation shall be:
LATIN AMERICAN INTERNATIONAL FILM NETWORK, INC.

**ARTICLE II.
NATURE OF CORPORATE BUSINESS**

The Corporation may engage in any activity permitted under the laws of the United States and under the laws of the State of Florida.

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**ARTICLE III.
CAPITAL STOCK**

The Corporation is authorized to issue a maximum of One Thousand (1,000) Shares of Stock. The Shares of Stock shall be voting common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each Share of Stock shall be fixed by the Board of Directors.

**ARTICLE IV.
INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Sofia Powell-Cosio, Esq.
1390 Brickell Avenue
Suite 200
Miami, Florida 33131

**ARTICLE V.
BOARD OF DIRECTORS**

The number of Directors may be altered from time-to-time by

This Instrument Prepared By: Sofia Powell-Cosio
1390 Brickell Avenue, Suite 200
Miami, Florida 33131
(305) 371-5540
Florida Bar No. 867942

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the By-Laws adopted by the shareholders. However, the Corporation shall have no less than one (1) Director at any time.

**ARTICLE VI.
INITIAL DIRECTORS**

The name and post office address of the initial Director of the Corporation are:

Name	Address
Pablo Barbachano	c/o 1390 Brickell Avenue Suite 200 Miami, Florida 33131

**ARTICLE VII
INITIAL OFFICERS**

The initial officers shall be elected at the first Board of Directors meeting.

**ARTICLE VIII.
INCORPORATOR**

The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

Name	Address
Sofia Powell-Cosio	1390 Brickell Avenue Suite 200 Miami, Florida 33131

**ARTICLE IX.
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal mailing address of the Corporation is as follows:

1390 Brickell Avenue
Suite 200
Miami, Florida 33131 H96000017066

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**ARTICLE X.
COMMENCEMENT DATE**

Corporate existence will commence on the date of the filing of these Articles of Incorporation.

The UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

By: Sofia Powell-Cosio
SOFIA POWELL-COSIO

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BE IT REMEMBERED that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, SOFIA POWELL-COSIO, personally appeared to me known to be the person described as the Incorporator in the foregoing Articles of Incorporation, and he acknowledged before me that he executed said Articles of Incorporation.

WITNESS my hand and seal in said State and County, this 4th day of December, 1996.

Loures B. Ginn
NOTARY PUBLIC

DATE COMMISSION EXPIRES

LOURDES B. GINN
Notary Public, State of Florida
My comm. expires June 28 1998
Comm. No. CC 37183J
File Notary Service & Bonding Co

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ACCEPTANCE BY REGISTERED AGENT

The Undersigned hereby accepts the foregoing designation as Initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.

Sofia Powell-Cosio
SOFIA POWELL-COSIO
1390 Brickell Avenue
Suite 200
Miami, Florida 33131

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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