1201 HAYS STREET 800-342-8086 TALLAHASSLE, FL 32301-2607

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PRENTICE HALL LEGAL & FINANCIAL SERVICES ACCOUNT NO.: 072100000032

REFERENCE :

196030

AUTHORIZATION:

COST LIMIT :

ORDER DATE: December 19, 1996

ORDER TIME : 3:12 PM

ORDER NO. : 196030-005

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CUSTOMER NO:

4723084

CUSTOMER: J. Bruce Irving, Esq

BAILEY & JONES, P.A.

Suite 300

501 Brickell Key Drive Miami, FL 331312623

DOMESTIC FILING

NAME:

LATINO CABLENOTICIAS, INC.

ENGLISH: LATIN CABLE NEWS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION ___ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

_ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS:

KR 12-20:96

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ARTICLES OF INCORPORATION

OF

LATINO CABLENOTICIAS, INC.



The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation:

1. The Name of the Corporation is:

LATINO CABLENOTICIAS, INC.

2. The address of the principal office of the Corporation and the mailing address of the Corporation is as follows:

501 Brickell Key Drive Suite 203 Miami, Florida 33131-2608

- 3. The number of shares which the Corporation is authorized to issue is one hundred thousand (100,000) shares of common stock, with a par value of one cent (\$0.01) each.
- 4. The street address of the Corporation's initial registered office is 501 Brickell Key Drive, Suite 300, Miami, Florida 33131-2608, and the name of its initial registered agent at that office is J. Bruce Irving.
- 5. The names and addresses of the individuals who are to serve as the initial directors of the Corporation are:

Luis A. Guerra 501 Brickell Key Drive Suite 203 Miami, Florida 33131-2608

Carlos Avalos 501 Brickell Key Drive Suite 203 Miami, Florida 33131-2608 6. The name and address of the incorporator is:

J. Bruce Irving 501 Brickell Key Drive Suite 300 Miami, Florida 33131-2608

Dated: December 18, 1996

J. Bruče Irving

The undersigned, J. Bruce Irving, having been designated to act as registered agent of LATINO Cablenoticias, Inc., hereby agrees to act in that capacity.

Bruce Trying

JBI/hjh 833333/ART.INC

FILED

96 DEC 19 PH 1: 1;
SECRETARY OF STATE
ALLAHASSEE ELOPIO

P96000102612



J CONFORMITOR	<u> </u>		
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	E: LATINO CABLENOT:	NDMENT FILING	RECEIVED 97 MAR 11 MAIO: 50 91 MAR 11 CURPGRATION
	CLES OF AMENDMENT ATED ARTICLES OF INCORE	PORATION	
PLEASE RET	URN THE FOLLOWING AS PR	ROOF OF FILING:	
XX PL	RTIFIED COPY AIN STAMPED COPY RTIFICATE OF GOOD STANI	DING N. HENDRICH	CS MAR! 1 2 1997
CONTACT PER	RSON: Carina L. Dunlar EX) LAMINER'S INITIALS:	



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

March 11, 1997

CSC

TALLAHASSEE, FL

SUBJECT: LATINO CABLENOTICIAS, INC.

Ref. Number: P96000102612

Please give original
submission date as file date
English

English

We have received your document for LATINO CABLENOTICIAS, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

Please provide an english translation for the new name.

The document must be signed by a director.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6903.

Nancy Hendricks Corporate Specialist

Letter Number: 897A00012306

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

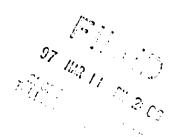
LATINO CABLENOTICIAS, INC.

The undersigned President of LATINO Cablenoticias, Inc. (the "Corporation") hereby makes this Amendment of the Articles of Incorporation of the Corporation.

- A. Article 1 is amended to change the name of the Corporation from LATINO Cablenoticias, Inc. to Cablecanales Latinos, Inc. and therefore to read in its entirety as follows:
 - 1. The Name of the Corporation is:

CABLECANALES LATINOS, INC.

- B. The foregoing amendment was adopted by the Board of Directors of the Corporation on March 3, 1997 by unanimous written consent in accordance with Section 607.1005 of the Florida Business Corporation Act.
- C. The foregoing amendment was adopted without shareholder action, and shareholder action was not required in accordance with Section 607.1005 of the Florida Business Corporation Act.



IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Articles of Incorporation of the Corporation this 6th day of March, 1997.

Luis A. Guerra

President and Director

ЈВІ/ҺјҺ 833342/ART.AMD