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TO: DIVISION OF CORPORATIONS

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FROM: EMPIRE CORPORATE KIT COMPANY

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CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: INNOVATIVE BROADCASTING CORP.

AUDIT NUMBER.....H97000002702

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS...0

PAGES..... 5

CERT. COPIES.....1

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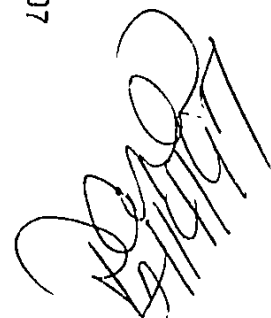
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**ARTICLES OF INCORPORATION OF  
INNOVATIVE BROADCASTING CORP.**

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**ARTICLE I - NAME**

The name of this Corporation is *INNOVATIVE BROADCASTING CORP.*

**ARTICLE II - DURATION**

This Corporation shall have a perpetual existence commencing on the Date of Filing.

**ARTICLE III - PURPOSE**

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

**ARTICLE IV - CAPITAL STOCK**

This Corporation is authorized to issue 7,500 shares of no par common stock, which shall be designated "Common Shares."

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The name of the initial registered agent of this Corporation is JUAN CARLOS FERRER and the street address of the initial registered office of this Corporation is 338 Minorca Avenue, Coral Gables, FL 33134.

THIS INSTRUMENT PREPARED BY:  
J. C. FERRER, ESQUIRE  
QUINTANA & ASSOCIATES, P.A.  
338 MINORCA AVENUE  
CORAL GABLES, FL. 33134  
TELEPHONE (305) 448-0300  
FLORIDA BAR #054887

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**PAGE TWO OF ARTICLES OF INCORPORATION  
OF INNOVATIVE BROADCASTING CORP.**

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This Corporation shall have one (1) Director initially. 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(s) and address(es) of the initial Directors are:

**NAMES:**

LANCE GIL

**ADDRESSES:**

C/O 338 Minorca Avenue  
Coral Gables, Fl. 33134

**ARTICLE VII - LAWS**

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholder(s) or Director(s).

**ARTICLE VIII - INDEMNIFICATION**

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

**ARTICLE IX - PREEMPTIVE RIGHTS**

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE X - INCORPORATOR**

The person signing these articles is LANCE GIL and his street address is C/O 338 Minorca Avenue, Coral Gables, Fl. 33134.

**ARTICLE XI - OFFICES**

The principal office of the Corporation and mailing address shall be established and maintained at C/O 338 Minorca Avenue, Coral Gables, Fl. 33134 County of Dade, State of Florida. The Corporation may also have offices at such places within or without the State of Florida as the board may from time to time establish.

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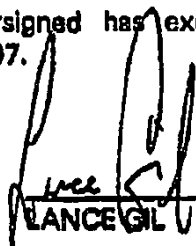
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**PAGE THREE OF ARTICLES OF INCORPORATION  
OF INNOVATIVE BROADCASTING CORP.**

**ARTICLE XII - AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles, in accordance with the provisions of the Florida General Corporation Act.

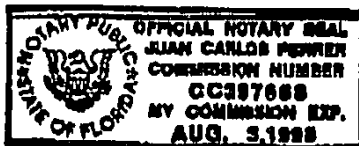
*IN WITNESS WHEREOF*, the undersigned has executed these Articles of Incorporation, this 7 day of February, 1997.


  
\_\_\_\_\_  
LANCE GIL

STATE OF FLORIDA     )  
                                  )  
COUNTY OF DADE     ) ss.

*BEFORE ME*, a Notary Public authorized in the State and County set forth above, personally appeared LANCE GIL known to me and known by me to be the person(s), who, as Incorporator(s), executed the foregoing Articles of Incorporation of INNOVATIVE BROADCASTING CORP. and acknowledged before me that he executed those Articles of Incorporation.

*IN WITNESS WHEREOF*, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 7 day of February, 1997.



  
\_\_\_\_\_  
NOTARY PUBLIC, State of Florida  
Juan Carlos Ferrer  
Printed Name of Notary Public  
My Commission Expires:

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

First, that INNOVATIVE BROADCASTING CORP., a Corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Miami, County of Dade, State of Florida, has named JUAN CARLOS FERRER, located at 33B Minorca Avenue, Coral Gables, Fl. 33134, as its agent to accept service of process within this State.


Second, having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of said Act relative to keeping open said office and of all statutes relative to the proper and complete discharge of his duties, i.e., Section 607.325 F.S.

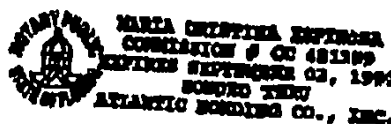
Dated this February 7, 1997.

  
JUAN CARLOS FERRER

SWORN TO AND SUBSCRIBED before me this February 7, 1997.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

  
NOTARY PUBLIC, State of Florida  
M. O. Ferrer  
Printed Name of Notary Public  
My Commission Expires:



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