

ENRIQUE VAZQUEZ
2190 N.W. 39th AVENUE
MIAMI, FLORIDA 33142
(305) 871-0060

P9700021242

Florida Department of State
Division of Corporation
P.O. Box 5327
Tallahassee, Florida 32314

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-03/03/97--01073--015
****122.50 ****122.50

Re. Articles of Incorporation
WORLDWIDE BROADCASTING, INC.

Dear Sir/Madam

Enclosed please find original and executed Articles of Incorporation for Worldwide Broadcasting, Inc., along with a copy. In addition, enclosed is a check for one hundred twenty-two dollars and fifty cents (\$122.50) payable to the Florida Department of State for the filing fee.

If you need any additional information, please do not hesitate to contact me at (305) 871-0060 during business hours.

Sincerely,

Enrique Vazquez
Enrique Vazquez

FILED
97 MAR -3 AM 3:17
FLORIDA DEPT. OF STATE
TALLAHASSEE, FLORIDA

3/7

**ARTICLES OF INCORPORATION
OF
WORLDWIDE BROADCASTING, INC.**

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation a natural person competent to contract, hereby request to form a Corporation under the laws of the State of Florida.

ARTICLE ONE

The name of the Corporation is **WORLDWIDE BROADCASTING, INC.**

ARTICLE TWO

The general nature of the business to be transacted by the Corporation is:

- a. Any activity or business permitted under the laws of the United States and/or the State of Florida.
- b. And, in general, to carry on any other business whatsoever in connection with the foregoing or which is calculated directly or indirectly to promote the interest of the corporation or to enhance the value of its properties.
- c. And, further, to borrow or raise money for the purpose of the company, and to secure the same interest, or for any other purpose. To mortgage all or any part of the property corporeal or incorporeal rights or franchises of this company now owned or hereinafter acquired, and to create, issue, draw and accept and negotiate bonds and mortgages, bills of exchange, promissory notes or other obligation or negotiable instruments.

The foregoing paragraphs shall be construed as enumerating both objects and purposes of the

Corporation, and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of the Corporation otherwise permitted by law.

ARTICLE THREE

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 1000 shares of common stock having a par value of one dollar (\$1.00) per share.

ARTICLE FOUR

The Corporation is to exist perpetually commencing on the date these Articles of Incorporation are filed with the Secretary of State of Florida.

ARTICLE FIVE

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

**2190 N.W. 39th Avenue
Miami, Florida 33142**

The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE SIX

The business of the Corporation shall be managed by the Board of Directors. The number of Directors constituting the entire Board shall not be less than four; and subject to such minimum may be increased or decreased from time to time by amendment of the By-Laws in a manner not prohibited by law. Until so changed the number shall be one.

ARTICLE SEVEN

The name and address of the member of the first Board of Directors is:

**Enrique Vazquez
2190 N.W. 39th Avenue
Miami, Florida 33142**

ARTICLE EIGHT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendments hereto and any right conferred upon the shareholders is subject to this reservation. Further, the power to adopt, alter amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders of this Corporation.

ARTICLE NINE

The name of the initial Registered Agent is:

Enrique Vazquez

The initial street address of the initial Registered Agent is:

**2190 N.W. 39th Avenue
Miami, Florida 33142**

The Board of Directors may from time to time designate some other address and place for the Registered Office of this Corporation as it may see fit.

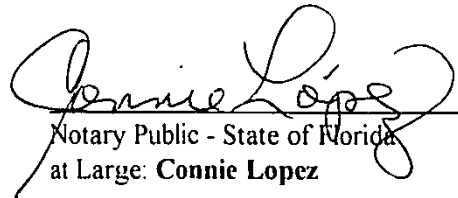
ARTICLE TEN

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

**Enrique Vazquez
2190 N.W. 39th Avenue
Miami, Florida 33142**

STATE OF FLORIDA }
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COUNTY OF DADE }

THE FOREGOING ARTICLES OF INCORPORATION, were acknowledged before me
this 22 day of February 1997, by Enrique Vazquez, personally known to me.


Notary Public - State of Florida
at Large: **Connie Lopez**

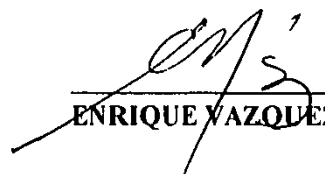
SEAL:



CONNIE LOPEZ
My Commission CC427350
Expires Dec 18 1998
Bonded by HAI
800-422 1556

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

I ENRIQUE VAZQUEZ, HEREBY, accept the appointment as Registered Agent to
WORLDWIDE BROADCASTING, INC., contained in the foregoing Articles of Incorporation and
state that I am familiar with and accept the obligation of Section 607.0501 of the Florida Statutes.


ENRIQUE VAZQUEZ
SECRETARY OF STATE
TALLAHASSEE FLORIDA
97 MAR -3 AM 3:17
FILED