| CT CORPORATION SYSTEM                    |   |                |                                       | ,                  |
|--|---|----------------|---------------------------------------|--------------------|
| 660 EAST JEFFERSON STREE                 | T   |                |                                       |                    |
| equestor's Name<br>TALLAHASSEE, FL 32301 |   |                |                                       |                    |
| Address 222                              | -1092                                     | 80             | 0002637<br>-09/11/98-                 | <b>*348</b> ——2    |
| City State Zip                           | Phone                                     |                | ****131.25                            |                    |
| CORPORATIO                               | N(S) NAME                                 | <u> </u>       |                                       |                    |
|  |   |                | · · · · · · · · · · · · · · · · · · · |                    |
| Ibero - America                          | , Messa / CANA                            | genew, -       | TALL                                  | 988                |
|  |   |                | PE                                    |                    |
|  |   |                |                                       | S T                |
| G-Profit Articles () NonProfit           | () Amendmer                               | nt             | () Merger                             | or STATE           |
| () Limited Liability Co. () Foreign      | () Dissolution                            | n/Withdrawal   | () Mark                               |                    |
| () Limited Partnership () Reinstatement  | () Annual Re<br>() Name.Reg<br>() Fictiti | istration      | () Other<br>() Change<br>() UCC       | of R.A.            |
| Gertified Copy                           | () Photo Cor                              |                | O CUS                                 | ω<br>Θ <u>-π</u> . |
| () Call When Ready Walk In () Mail Out   | ( ) Call if Prot<br>( ) Will Wait         | olem           | () Afte 4:3<br>Pick Up                |                    |
| Name<br>Availability                     | SEP 1 1 1998                              | <u>.</u><br>}. | Thanks000 ATION                       | 58                 |
| Documer Examiner Updater Verifier        | 4   |                | ~                                     |                    |
| Acknowledgment W.P. Verifler             |   |                |                                       |                    |

CR2E031 (1-89)

FILED

OF

98 SEP | | PM |: 53

# SECRETARY OF STATE IBERO-AMERICAN MEDIA MANAGEMENT, INCALLAHASSEE. FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

#### ARTICLE I - NAME

The name of the corporation shall be: **IBERO-AMERICAN MEDIA MANAGEMENT, INC.** 

#### ARTICLE II - PRINCIPAL OFFICE

The initial street address in the State of Florida of the principal office of this corporation is 404 Washington Avenue, 9<sup>th</sup> Floor, Miami Beach, Florida 33139. The corporation may change its principal office from time to time.

#### ARTICLE III - TERM

This corporation is to exist perpetually.

#### ARTICLE IV - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares, and the par value of each of such shares is one dollar (\$1.00), amounting to one thousand dollars (\$1,000.00).

### ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the initial registered office of this corporation in the State of Florida is 1200 South Pine Island Road, Plantation, Florida 33324, and the name of the initial registered agent of this corporation at that address is CT Corporation System. The Board of Directors may from time to time move the registered office to any other address in the State of Florida and/or replace the registered agent.

#### ARTICLE VI - NUMBER OF DIRECTORS

This corporation shall have four (4) Directors initially. The number of Directors may be increased or diminished from time to time in accordance with the bylaws but shall never be less than one.

#### ARTICLE VII - INITIAL DIRECTORS

The names of the members of the initial Board of Directors who shall hold office for the first year of existence of the corporation, or until their successors are elected or appointed and have qualified are:

Amaya Ariztoy Carlos Bardasano Walter C. Forwood Benjamin A. S. Moody

#### ARTICLE VIII - INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Mr. Eduardo L. Hernandez c/o Finser Corporation 550 Biltmore Way, Suite 900 Coral Gables, Florida 33134

#### ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stockholders entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida this 10th day of September, 1998.

Eduardo L. Hernandez, Incorporator

## FILED

98 SEP 11 PM 1:53

SECRETARY OF STATE TALLAHASSEE, FLORIDA

Acceptance by the registered agent as required in section 607.0501 (3) F.S.: C T Corporation System is familiar with and accepts the obligations provided for in section 607.0505.

September 10, 1998 Dated

Vicky Goldstein Special Assistant Secretary