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Corporate Records Bureau
P.O Box 6327
Tallahassee, Florida 32314

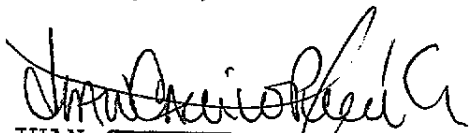
RE: Articles of incorporation --- MADRESELVA TV FILM, CORP.

Dear Sirs:

Enclosed please find a check in the amount of \$ 78.75 representing the fee for a certified copy and filing of the enclosed Articles of Incorporation for the above referenced matter.

If you have any question regarding the foregoing, please do not hesitate to contact me at:
(305) 229-9600

Sincerely yours,


JUAN CAMILO PINZON GOMEZ
770 CLAUGHTON DRIVE ISLAND
MIAMI, FLORIDA 33131

000002961420--3
-08/16/99-01133-012
*****78.75 *****78.75

Please return to:

José Téllez
890 SW 87 Ave
Suite 16
Miami FL 33174

CP
8-20-99
SS

FILED
99 AUG 16 PM 11:42
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the corporation shall be:

MADRESELVA TV-FILM, CORP.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

770 CLAUGHTON DRIVE ISLAND
MIAMI, FL. 33131

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 SHARES

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

JUAN CAMILO PINZON GOMEZ
770 CLAUGHTON DRIVE ISLAND
MIAMI, FL. 33131

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99 AUG 16 AM 11:42
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE V INCORPORATOR (S)

The name (s) and street address (es) of the incorporator(s) to these Articles of Incorporation is (are):

JUAN CAMILO PINZON GOMEZ
770 CLAUGHTON DRIVE ISLAND
MIAMI, FL. 33131

ARTICLE VI DIRECTOR (S)

The name(s) and street address (es) of the director(s) to these Articles of Incorporation is (are):

JUAN CAMILO PINZON GOMEZ.- PRESIDENT
770 CLAUGHTON DRIVE ISLAND
MIAMI, FLORIDA 33131

JAIRO CUELLAR.-VICE-PRESIDENT
770 CLAUGHTON DRIVE ISLAND
MIAMI, FL. 33131

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this_
12 day of AUGUST, 1999.

CERTIFICATION OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

FILED
99 AUG 16 AM 11:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida.

1. The name of the corporation is: MADRESELVA TV FILM, CORP
2. The name and address of the registered agent and office is:

JUAN CAMILO PINZON GOMEZ
(NAME)

770 CLAUGHTON DRIVE ISLAND
(PO. BOX NOT ACCEPTABLE)

MIAMI, FLORIDA 33131
(CITY / STATE / ZIP)

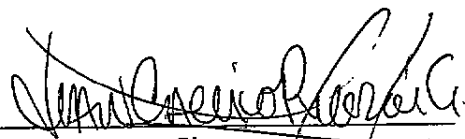
HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

DATE

Juan Camilo Pinzon Gomez
8/12/99



JUAN CAMILO PINZON GOMEZ.-
PRESIDENT


Signature

JAIRO CUELLAR
VICE-PRESIDENT


Signature

Signature


Jose Tellez
 My Commission CC812107
Expires February 24, 2003