

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 05/07/1993
703127028 - 2335603

CERTIFICATE OF INCORPORATION

OF

INTERNET MULTICASTING SERVICE, INC.

1. The name of the corporation is Internet Multicasting Service, Inc.
2. The address of its registered office in the State of Delaware is 15 E. North Street, in the City of Dover, County of Kent. The name of the registered agent of the corporation at such address is Incorporating Services, Ltd.
3. The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware, but limited to the specific purpose of developing an interactive global multimedia service to provide public affairs, technical, educational and other information over the global Internet computer network for the benefit of the public. This corporation shall be a nonprofit corporation.
4. The corporation shall have the authority to exercise all of the powers conferred upon corporations organized not for profit and, without the authority to issue capital stock under the provisions of the General Corporation Law of the State

of Delaware, and the conditions of membership shall be stated in the Bylaws

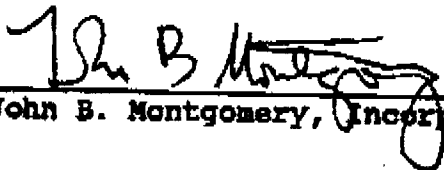
5. The name and the mailing address of the incorporator is as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
John B. Montgomery	Baker & McKenzie 660 Hansen Way Palo Alto, CA 94304

6. A Director of the Corporation shall not be personally liable to the Corporation or its members for monetary damages for breach of fiduciary duty as a Director, except for liability (i) for any breach of the Director's duty of loyalty to the Corporation or its members, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the Delaware General Corporation Law, or (iv) for any transaction from which the Director derived any improper personal benefit. If the Delaware General Corporation Law is hereafter amended to authorize, with the approval of the corporation's members, further reductions in the liability of the corporation's directors for breach of fiduciary duty, then a Director of the Corporation shall not be liable for any such breach to the fullest extent permitted by the Delaware General Corporation Law as so amended. Any repeal or

modification of the foregoing provisions of this Article 6 by the members of the Corporation shall not adversely affect any right or protection of a Director of the Corporation existing at the time of such repeal or modification.

I, THE UNDERSIGNED, being the incorporator hereinbefore named, for the purpose of forming a corporation not for profit and without authority to issue capital stock pursuant to the General Corporation Law of Delaware, do make this certificate, hereby declaring and certifying that this is my act and deed and the facts herein stated are true, and accordingly have hereunto set my hand this 7th day of May, 1993.



John B. Montgomery, Incorporator