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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: HILL, WARD & HENDERSON, P.A.
101 E KENNEDY BLVD
SUITE 3700
TAMPA FL 33602-51547

CONTACT: BARBARA A MURPHY
PHONE: (813) 221-3900
FAX: (813) 221-3900

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DOCUMENT TYPE: FOREIGN PROFIT QUALIFICATION

NAME: TAMPA BAY BROADCASTING, INC.
FAX AUDIT NUMBER: H95000004056
DATE REQUESTED: 04/10/1995
CERTIFIED COPIES: 1
NUMBER OF PAGES: 4
ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED
TIME REQUESTED: 11:49:40
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
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4-10-95 : 12:38 : HILL/WARD/HENDERSON- DIV OF CORPORATIONS: 2

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

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DIVISION OF CORPORATIONS
95 APR 10 PM 3:03

1. TAMPA BAY BROADCASTING, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of natural person or partnership if not as contained in the name at present.)
2. DELAWARE
(State or country under which it is incorporated)
3. APPLIED FOR
(FEI number, if applicable)
4. 03/29/95
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. 04/03/95
(Date first transacted business in Florida. See sections 607.1501, 607.1502 and 817.155, F.S.)
7. 1482 South Ocean Boulevard
Palm Beach, Florida 33480
(Current mailing address)
8. Investments
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
Name: Andrew J. Lubrano, Esquire
Office Address: 101 E. Kennedy Blvd., Suite 3700
Tampa, Florida 33602
(Zip Code)
10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

Prepared by: Andrew J. Lubrano, Esquire
Hill, Ward & Henderson, P. A.
P. O. Box 2231, Tampa FL 33601-2231
(813) 221-3900
Florida Bar Number 263291

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11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Malcolm I. Glazer
 Address: 1482 South Ocean Boulevard
Palm Beach FL 33480

Director: Bryan Glazer
 Address: 1255 W. Belden Ave. Suite 8B
Chicago IL 60614

Director: Joel Glazer
 Address: 1482 South Ocean Boulevard
Palm Beach FL 33480

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B. OFFICERS

President: Malcolm I. Glazer
 Address: 1482 South Ocean Boulevard
Palm Beach FL 33480

Vice President
and Secretary: Bryan Glazer
 Address: 1255 W. Belden Ave. Suite 8B
Chicago IL 60614

Vice President
and Treasurer: Joel Glazer
 Address: 1482 South Ocean Boulevard
Palm Beach FL 33480

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Bryan Glazer, V.P.
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Bryan Glazer, Vice President
(Typed or printed name and capacity of person signing application)

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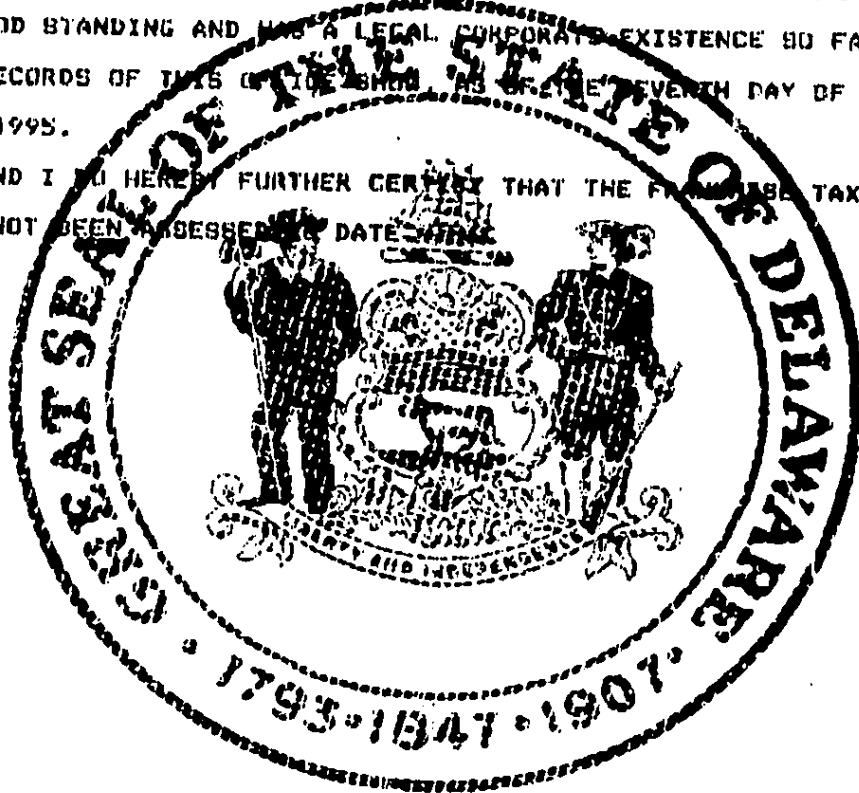
State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREDY CERTIFY "TAMPA BAY BROADCASTING, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTH DAY OF APRIL, A.D. 1995.

AND I DO HEREDY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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DIVISION OF CORPORATIONS
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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 7466376
DATE: 04-07-95

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: 4-10-85 : 12:38 : HILL/WARD/HENDERSON- DIV OF CORPORATIONS: 5

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FLORIDA DEPARTMENT OF STATE
Sandra B. Matham
Secretary of State

March 28, 1995

BARBARA A. MURPHY
HILL, WARD & HENDERSON, P.A.
101 E. KENNEDY BLVD., SUITE 3700
TAMPA, FL 33602-5164

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The name TAMPA BAY BROADCASTING, INC. has been reserved for 120 days beginning March 28, 1995. The reservation number is R95000001346 and this reservation is NONRENEWABLE.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will AGAIN be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 105 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (804) 488-9000, the Name Availability Section.

Tammy Hampton

Letter number: 095A00013960

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

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