

SHERMAN LAW OFFICES
CHARTERED

L000000/0948

DADE COUNTY OFFICE
ONE SOUTHEAST THIRD AVENUE
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WEBSITE: SHERMANLEGAL.COM

PALM BEACH COUNTY OFFICE
6971 N. FEDERAL HIGHWAY, #105
BOCA RATON, FLORIDA 33487
REPLY TO: FT. LAUDERDALE

September 5, 2000

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

000003387160--9
-09/08/00--01071--020
****125.00 ****125.00

Re: Articles of Organization of Meridian Concepts, L.L.C.

Dear Sir:

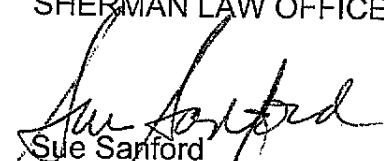
Enclosed is the original Articles of Organization to be filed for the above-referenced limited liability company. Please return to me an acknowledgment of filing.

A check in the amount of \$125.00 is enclosed for the filing fee.

Thank you for your consideration.

Sincerely,

SHERMAN LAW OFFICES, CHARTERED


Sue Sanford
Certified Legal Assistant
Enc.

FILED
00 SEP -8 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L00-10948
Name: [Signature]
Available: [Signature]
[Signature]
[Signature]
[Signature]
[Signature]

**ARTICLES OF ORGANIZATION
OF
MERIDIAN CONCEPTS, L.L.C.**

ARTICLE I

The name of this Limited Liability Company is: **MERIDIAN CONCEPTS, L.L.C.**

ARTICLE II

This Limited liability Company shall have perpetual existence.

ARTICLE III

This Limited Liability Company is created for the purpose of engaging in any activity of business permitted under the laws of the United States of America and the State of Florida, as may be agreed on by the Members. This Limited Liability Company shall have all powers granted to a Limited Liability Company by law.

ARTICLE IV

The mailing address and street address of the principal office of this Limited Liability Company shall be:

**c/o Hopper Radio of Florida, Inc.
3200 Meridian Parkway
Weston, FL 33331**

This limited Liability Company may have such other place or places of business as the Members from time to time may determine.

FILED
09 SEP - 8 PM 5: 00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name and address of the initial Registered Agent of this Limited Liability Company is:

BARRY SMITH
c/o Hopper Radio of Florida, Inc.
3200 Meridian Parkway
Weston, FL 33331

ARTICLE V

This Limited Liability Company will be managed by one (1) Manager who shall serve as Manager until the first annual meeting of the members or until their successors are elected and qualify. Their names and addresses are:

HIDE KANAKUBO
c/o Hopper Radio of Florida, Inc.
3200 Meridian Parkway
Weston, FL 33331

ARTICLE VI

The business and affairs of this Limited Liability Company will be regulated pursuant to an Operating Agreement among the Members of this Limited Liability Company.

ARTICLE VII

These Articles of Organization may be amended in the manner provided by law except that any such amendment must be approved by all Members.

FILED
09 SEP -8 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII

Each Member and Manager or former Member or Manager of this Limited Liability Company, or any person who may have served at the request of this Limited Liability Company as a Manager or agent of another company in which this Limited Liability owns an interest or of which it is a creditor (including in each case their respective executors and administrators), shall be indemnified by this Limited Liability Company against liabilities, fines, penalties, and claims imposed upon or asserted against him (including amount paid in settlement) by reason of having been such a Member or Manager or agent, whether or not then continuing so to be, and against all expenses (including counsel fees) reasonably incurred by him in connection therewith, except in relation to matters as to which he shall have been fully adjudged by a court of competent jurisdiction to be liable by reason of having been guilty of gross negligence or willful misconduct in the performance of his duty as such Member or Manager or agent. In the event of a settlement, the indemnification shall be made only upon approval by the court having jurisdiction or upon determination by the Members that such settlement was (or, if still to be made, is) in the best interests of this Limited Liability Company. The right or indemnification hereby provided shall be in addition to any other rights to which any Member or Manager or agent may be entitled.

FILED
00 SEP -8 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In witness whereof, the parties hereto have executed these Articles of Organization this 24th day of August, 2000.

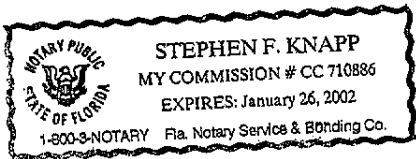
MERIDIAN CONCEPTS, L.L.C.

By: _____

**HIDE KANAKUBO, General Manager and
Authorized Representative of the Members**

Before me personally appeared **HIDE KANAKUBO**, known to me to be the person who executed the foregoing Articles of Organization.

My Commission Expires: 1/26/02



NOTARY PUBLIC

REGISTERED AGENT ACCEPTANCE

Having been named as Registered Agent, I, **BARRY SMITH**, hereby state that I am familiar with and accept the duties, responsibilities and obligations as Registered Agent of **MERIDIAN CONCEPTS, L.L.C.**

BARRY SMITH

00 SEP -8 PM 5: 00
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA