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LIMITED LIABILITY AMENDMENT

BELA LLC

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
BELA LLC**

FIRST: The date of filing of the articles of organization was May 27, 2003.

SECOND: The following amendment to the articles of organization was adopted by the limited liability company:

"ARTICLE I -Name:
The Name of the Limited Liability Company is:
BELA BROADCASTING, LLC."

THIRD: Except as hereby amended, the Articles of Incorporation of the Company shall remain the same.

Dated: June 7, 2004.

IN WITNESS WHEREOF, the undersigned being a Manager of the Company has executed these Articles of Amendment to Articles of Organization of BELA LLC this 7th day of June 2004.

BELA LLC


Matthew L. Leibowitz

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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