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LOWNDES DROSDICK

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AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
FLORIDA'S NEWS CHANNEL L.C.

The Articles of Organization of Florida's News Channel L.C. (the "Company")
filed in the Office of the Secretary of State of Florida on March 7, 1995 and were
assigned document number L9500000180. The Company hereby amends and restates
its Articles of Organization in accordance with the provisions of Section 608.411, Florida
Statutes, as follows:

ARTICLE I - NAME

The name of this limited liability company is Florida's News Channel L.C.

ARTICLE II - DURATION

The duration of the Company shall be perpetual.

ARTICLE III - PRINCIPAL OFFICE

The mailing address and the street address of the principal office of the Company
shall be 3992 Bobbin Brook Circle, Tallahassee, Florida 32312.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Company is 215 North
Eola Drive, Orlando, Florida 32801, and the name of the initial registered agent of this
Company at that address is Loran A. Johnson.

ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS

Any transferee(s) of a Member and persons or entities that are not initially
Members may be admitted in accordance with the provisions of the regulations for the
operation of the Company as set forth in the Regulations and Operating Agreement

This document was prepared by/

LORAN A. JOHNSON, ESQUIRE

Florida Bar Number: 339350

Lowndes, Drosdick, Doster, Kantor & Reed, P.A.

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adopted by the Managers (defined in Article VII), as the same may be amended, restated or amended and restated from time to time in accordance with terms and requirements thereof (the "Regulations").

ARTICLE VI - CONTINUATION

Upon the death, insanity, bankruptcy, retirement, resignation or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company, the Company shall not be dissolved if at least two Members remain, in which case the business and affairs of the Company shall continue.

ARTICLE VII - MANAGERS

The business and affairs of the Company shall be managed by one or more managers (each a "Manager" and together, the "Managers"). The initial Manager of the Company, who shall serve in such capacity until the first annual meeting of the Members of the Company or until his successor is elected and qualifies, shall be Robert J. Brillante, whose address is 3992 Bobbin Brook Circle, Tallahassee, Florida 32312.

ARTICLE VIII - AUTHORITY OF MANAGERS

The Managers shall have the sole authority to manage the Company and each of them is authorized to enter into any contracts and other transactions, and make and obtain any commitments on behalf of the Company to conduct or further the Company's business, subject, however, to any limitations on their authority imposed by the Regulations.

ARTICLE IX - REGULATIONS

The Managers, by majority vote, have the power to adopt the Regulations. Once adopted by the Managers, the Regulations can be altered, amended, restated or amended

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and restated only upon the requisite vote of Members specified in the Regulations, as the same may be duly changed from time to time.

ARTICLE X - MEMBER VOTING

Except where a membership in the Company is made upon issuance nonvoting, the interests of the members in the Company shall be voting interests. The number of votes of each voting Member shall be determined by dividing such Member's percentage interest in the Company by the aggregate percentage interests of all voting Members of the Company. Any Manager who is not a Member shall not be entitled to vote on any matter relating to the Company.

ARTICLE XI - NO AUTHORITY OF MEMBERS

No Member who is not a Manager is an agent of the Company or has the authority to make any contract, enter into any transaction, or make any commitment on behalf of the Company.

IN WITNESS WHEREOF, the undersigned Member and Manager of the Company has executed these Amended and Restated Articles of Organization this 18 day of December, 1997.


Robert J. Brillante
Member and Manager

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