

8/5/2020

P94000080833

Division of Corporations  
Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

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To:

Division of Corporations  
Fax Number : (850)617-6380

From:

Account Name : HOLLAND & KNIGHT (FT. LAUDERDALE)  
Account Number : 075410003271  
Phone : (954)525-1000  
Fax Number : (954)463-2030

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: CorporateRecords@ionmedia.com

**MERGER OR SHARE EXCHANGE**  
**ION Media Stations, Inc.**

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
| Certified Copy        | 1       |
| Page Count            | 05      |
| Estimated Charge      | \$78.75 |

*Melzer*

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COVER LETTER

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TO: Amendment Section  
Division of Corporations

SUBJECT: ION Media Stations, Inc.

Name of Surviving Entity

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Jayne Berger

Contact Person

ION Media Stations, Inc.

Firm/Company

601 Clearwater Park Road

Address

West Palm Beach, FL 33401

City/State and Zip Code

CorporateRecords@ionmedia.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jayne Berger

Name of Contact Person

At ( 561 ) 682-4252

Area Code & Daytime Telephone Number



Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

**Mailing Address:**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**

Amendment Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

**IMPORTANT NOTICE:** Pursuant to s.607.1622(8), F.S., each party to the merger must be active and current in filing its annual report through December 31 of the calendar year which this articles of merger are being submitted to the Department of State for filing.

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**ARTICLES OF MERGER**

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

**FIRST:** The name and jurisdiction of the **surviving** entity:

| <u>Name</u>                     | <u>Jurisdiction</u> | <u>Entity Type</u> | <u>Document Number</u><br>(If known/ applicable) |
|---------------------------------|---------------------|--------------------|--|
| <u>ION Media Stations, Inc.</u> | <u>Florida</u>      | <u>Corporation</u> | <u>P94000080833</u>                              |

**SECOND:** The name and jurisdiction of each **merging** eligible entity:

| <u>Name</u>                                     | <u>Jurisdiction</u> | <u>Entity Type</u> | <u>Document Number</u><br>(If known/ applicable) |
|---|---------------------|--------------------|--|
| <u>ION Media West Palm Beach Holdings, Inc.</u> | <u>Delaware</u>     | <u>Corporation</u> | <u>2493863</u>                                   |
| <u> </u>  | <u> </u>            | <u> </u>           | <u> </u>   |
| <u> </u>  | <u> </u>            | <u> </u>           | <u> </u>   |
| <u> </u>  | <u> </u>            | <u> </u>           | <u> </u>   |
| <u> </u>  | <u> </u>            | <u> </u>           | <u> </u>   |

**THIRD:** The merger was approved by each domestic merging corporation in accordance with s.607.1101(1)(b), F.S., and by the organic law governing the other parties to the merger.

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**FOURTH:** Please check one of the boxes that apply to surviving entity:

- ☒ This entity exists before the merger and is a domestic filing entity.
- ☐ This entity exists before the merger and is not authorized to transact business in Florida.
- ☐ This entity exists before the merger and is a domestic filing entity, and its Articles of Incorporation are being amended as attached.
- ☐ This entity is created by the merger and is a domestic corporation, and the Articles of Incorporation are attached.
- ☐ This entity is a domestic eligible entity and is not a domestic corporation and is being amended in connection with this merger as attached.
- ☐ This entity is a domestic eligible entity being created as a result of the merger. The public organic record of the survivor is attached.
- ☐ This entity is created by the merger and is a domestic limited liability limited partnership or a domestic limited liability partnership, its statement of qualification is attached.

**FIFTH:** Please check one of the boxes that apply to domestic corporations:

- ☒ The plan of merger was approved by the shareholders and each separate voting group as required.
- ☐ The plan of merger did not require approval by the shareholders.

**SIXTH:** Please check box below if applicable to foreign corporations

- ☒ The participation of the foreign corporation was duly authorized in accordance with the corporation's organic laws.

**SEVENTH:** Please check box below if applicable to domestic or foreign non corporation(s).

- ☐ Participation of the domestic or foreign non corporation(s) was duly authorized in accordance with each of such eligible entity's organic law.

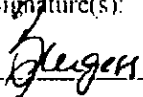

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**EIGHTH:** If other than the date of filing, the delayed effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

**NINTH:** Signature(s) for Each Party:

| Name of Entity/Organization:             | Signature(s):   | Typed or Printed<br>Name of Individual: |
|--|---|---|
| ION Media Stations, Inc.                 |  | R. Brandon Burgess                      |
| ION Media West Palm Beach Holdings, Inc. |  | R. Brandon Burgess                      |
| _____                                    | _____   | _____                                   |
| _____                                    | _____   | _____                                   |
| _____                                    | _____   | _____                                   |
| _____                                    | _____   | _____                                   |

|                                   |   |
|-----------------------------------|---|
| Corporations:                     | Chairman, Vice Chairman, President or Officer<br>(If no directors selected, signature of incorporator.) |
| General partnerships:             | Signature of a general partner or authorized person   |
| Florida Limited Partnerships:     | Signatures of all general partners  |
| Non-Florida Limited Partnerships: | Signature of a general partner  |
| Limited Liability Companies:      | Signature of an authorized person   |

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