

Hughes Hubbard & Reed LLP

201 South Biscayne Boulevard
Miami, Florida 33131-4332
Telephone: 305-358-1666
Facsimile: 305-371-8759

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 2, 1998

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32314

Re: Knight-Ridder, Inc.


Dear Sir or Madam:

Enclosed for filing please find an original executed copy of the articles of amendment to the articles of incorporation of the above referenced corporation and a check in the amount of \$35.00 for the required fees.

Should you have any questions regarding the enclosed, please call the undersigned at (305)358-1666. Thank you for your prompt attention to this filing.

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Sincerely,


Maria E. Chang
For the Firm

Enclosure

cc: Cristina Mendoza, Esq.

Amend

VS FEB 4 1998

One Battery Park Plaza
New York, NY
10004-1482
212-837-6000

47, Avenue Georges Mandel
75116 Paris, France
(33) (1) 44.05.80.00

1300 I Street, N.W.
Washington, D.C.
20005-3306
202-408-3600

350 South Grand Avenue
Los Angeles, CA
90071-3442
213-613-2800

ARTICLES OF AMENDMENT
TO
AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF KNIGHT-RIDDER, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006 of the Florida Business Corporation Act, the undersigned corporation hereby adopts these Articles of Amendment to its Amended and Restated Articles of Incorporation:

1. The name of the corporation is KNIGHT-RIDDER, INC. (the "Corporation").
2. The Amended and Restated Articles of Incorporation are hereby amended by adding a new article ELEVEN, which shall read as follows:

"ELEVENTH: If the Corporation acquires its own shares, such shares shall belong to the Corporation and shall constitute treasury shares unless disposed of or canceled by the Corporation."
3. The foregoing amendment to the Amended and Restated Articles of Incorporation was duly adopted on the 21 day of January, 1998.
4. The foregoing amendment was duly adopted by the Board of Directors of the Corporation without shareholder action because shareholder action was not required pursuant to Section 607.1002 of the Florida Business Corporation Act.

Executed this 2 day of February, 1998.

By: _____

Name: P. Anthony Ridder

Title: Director