

A93000000272

HOLLAND & KNIGHT

Requestor's Name
315 SOUTH CALHOUN STREET
Address
Tallahassee, Florida 32301
City/State/Zip
Phone #
224-7000

FILED
 97 DEC -1 AM 11:48
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- Parson Broadcasting of Tampa, Limited Partnership
(Corporation Name) (Document #)
- Parson Jacksonville License, Limited Partnership
(Corporation Name) (Document #)
- Parson Orlando License, Limited Partnership
(Corporation Name) (Document #)
- Parson Miami License, Limited Partnership
(Corporation Name) (Document #)

400002367754--1
 -12/10/97--01013--014
 *****175.00 *****35.00

Walk in
 Pick up time 4:00
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

NEW FILINGS	
Profit	
NonProfit	
Limited Liability	
Domestication	
Other	

AMENDMENTS	
Amendment	
Resignation of R.A., Officer/ Director	
Change of Registered Agent	
Dissolution/Withdrawal	
Merger	

\$ 52.50 - FF
 52.50 - CC

400002367754--1
 -12/10/97--01013--013
 *****87.50 *****70.00

OTHER FILINGS	
Annual Report	
Fictitious Name	
Name Reservation	

REGISTRATION/ QUALIFICATION	
Foreign	
Limited Partnership	
Reinstatement	
Trademark	
Other	

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Examiner's Initials

**CERTIFICATE OF CANCELLATION
FOR**

Paxson Jacksonville License, Limited Partnership
(insert name currently on file with Florida Dept. of State)

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A93-2

Pursuant to the provision of section 620.113, Florida Statutes, Paxson Jacksonville License, Limited Partnership (the "Partnership"), whose certificate of limited partnership was originally filed with the Florida Department of State on March 10, 1993, hereby submits this certificate of cancellation.

FIRST: The reason for the aforementioned cancellation is that the sole general partnership interest and the sole limited partnership interest in the Partnership were transferred by operation of law to and are now held by Paxson Communications Corporation, a Delaware corporation ("PCC"), as a result of the following mergers, effective July 17, 1997.:

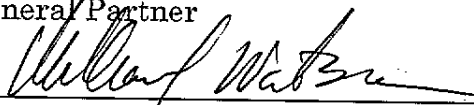
- a) The Partnership's sole general partner, Paxson Communications of Florida, Inc. ("PCFLA"), merged into PCC;
- b) The interest of the Partnership's sole limited partner, Paxson Broadcasting of Jacksonville, Limited Partnership ("Broadcasting"), was transferred to PCC by operation of law as a result of (i) Broadcasting's sole general partner, PCFLA, having merged into PCC and (ii) Broadcasting's sole limited partner, Paxson Communications LP, Inc., also merged into PCC.

Effective on or about July 13, 1997, the Partnership and Broadcasting each elected in a manner provided by its partnership agreement and applicable law to amend its partnership agreement to provide, pursuant to Florida Statute 620.90(3), for such partnership to be governed by Florida's Revised Uniform Partnership Act of 1995. Pursuant to Florida Statute 620.8302(9) contained within such Act, upon PCC holding all such partnership interests, all of the Partnership's property vested in PCC.

SECOND: This certificate of cancellation shall be effective at the time of its filing with the Florida Department of State.

THIRD: Signatures of the sole general partner:

PAXSON COMMUNICATIONS CORPORATION, as successor
to Paxson Communications of Florida, Inc.,
sole General Partner

By: 

Its: VP