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7/29/98

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CONTACT: JUDITH D RODMAN
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NAME: SUNSHINE WIRELESS TOWER, LTD.
AUDIT NUMBER.....H98000014021
DOC TYPE.....FLORIDA LIMITED PARTNERSHIP
CERT. OF STATUS..0 PAGES..... 4
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CERTIFICATE OF LIMITED PARTNERSHIP

**SUNSHINE WIRELESS TOWER, LTD.,
a Florida limited partnership**

The undersigned, as President of Minority Media of Pahrump, Inc., a Florida corporation, as General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986), hereby states as follows:

1. The name of the Limited Partnership is: **SUNSHINE WIRELESS TOWER, LTD..**
2. The address of the office of the Limited Partnership and the name and address of the agent for service of process (whose consent to appointment us set forth below) are as follows:

Address of the office of the Limited Partnership:

5200 N.W. 33rd Avenue, Suite 209
Ft. Lauderdale, Florida 33309

Agent for service of process:

Dan N. Cohen
5200 N.W. 33rd Avenue, Suite 209
Ft. Lauderdale, Florida 33309

3. The name and business address of the General Partner is as follows:

Minority Media of Pahrump, Inc. **G77631**
5200 N.W. 33rd Avenue, Suite 209
Ft. Lauderdale, Florida 33309

Norman I. Weil, Esq.
Fowler, White, Burnett, Hurley,
Banick & Strickroot, P.A.
100 S.E. 2nd Street, 17th Floor
Miami, Florida 33131
Tel. 305-789-9200
Florida Bar No. 204706

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4. The mailing address of the Limited Partnership is as follows:

5200 N.W. 33rd Avenue, Suite 209
Ft. Lauderdale, Florida 33309

5. The latest date upon which the Limited Partnership is to dissolve is December 31, 2048.

The execution of this Certificate by the General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by its General Partner this 28 day of July, 1998.

MINORITY MEDIA OF PAHRUMP, INC.
General Partner

By: Jeffrey Greenhawt

Jeffrey Greenhawt, as Vice President

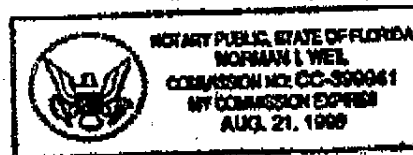
STATE OF FLORIDA)

COUNTY OF BROWARD)

The foregoing Certificate of Limited Partnership was acknowledged before me this 28th day of July, 1998, by Jeffrey Greenhawt, as President of Minority Media of Pahrump, Inc., General Partner, who is ☒ personally known to me, or ☐ produced _____ as identification.

(SEAL)

Notary Public, State of Florida


Print Name: NORMAN L. WELLSMy Commission expires: 8/21/98

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ACCEPTANCE OF DESIGNATION
AS AGENT FOR SERVICE OF PROCESS

The undersigned, a Florida resident, hereby accepts the designation by the above named Limited Partnership as its Agent for Service of Process in accordance with Florida Statutes, Section 620.105, as of the 28th day of July, 1998.



Dan N. Cohen

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CAPITAL CONTRIBUTIONS AFFIDAVIT

SUNSHINE WIRELESS TOWER, LTD.,
a Florida limited partnership

STATE OF FLORIDA)

COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared Jeffrey Greenhawt, as President of MINORITY MEDIA OF PAHRUMP, INC., a Florida corporation, being the General Partner of SUNSHINE WIRELESS TOWER, LTD. (the "Partnership"), who, upon being first duly sworn, certified as follows:

1. The Partnership has not received any contributions from Limited Partners to date.
2. At this time it is anticipated that the Limited Partners will contribute, in the aggregate, contributions totaling \$11,100.00.

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

SUNSHINE WIRELESS TOWER, LTD.

By: MINORITY MEDIA OF PAHRUMP, INC., as
General PartnerBy: Jeffrey Greenhawt
Jeffrey Greenhawt, as President

The foregoing Affidavit of Capital Contributions was acknowledged before me this 28th day of July, 1998, by Jeffrey Greenhawt, as President of MINORITY MEDIA OF PAHRUMP, INC., a Florida corporation, as General Partner. He is ☒ personally known to me, or ☐ has produced _____ as identification.

(SEAL)

Notary Public, State of Florida

Print Name: NORMAN I. WELLSMy Commission expires: 8/21/98

Audit No. H98000014021

