



THE UNITED STATES
CORPORATION
COMPANY

F00000003630

ACCOUNT NO. : 072100000032

REFERENCE : 743122 4303796

AUTHORIZATION :

Patricia Pizoto

COST LIMIT : \$ ~~70.00~~

78.75

ORDER DATE : June 23, 2000

ORDER TIME : 12:29 PM

ORDER NO. : 743122-005

CUSTOMER NO: 4303796

CUSTOMER: Ms. Donna McClurkin-fletcher
Kirkland & Ellis
655 Fifteenth Street, N.w.
Suite 1200
Washington, DC 20005

800003304728--5

FOREIGN FILINGS

NAME: RADIO ONE, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

FILED
RECEIVED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
00 JUN 26 AM 11:52 00 JUN 26 PM 1:40
DEPARTMENT OF STATE

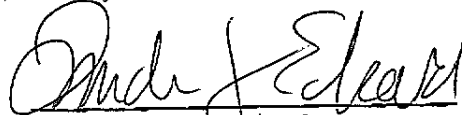
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CERTIFICATE OF RADIO ONE, INC.

The undersigned, Linda J. Eckard, being the duly elected, acting and qualified Assistant Secretary of Radio One, Inc., a Delaware corporation ("*Radio One*"), and, in such capacity, authorized to execute this certificate on behalf of Radio One. Radio One wishes to transact business in the state of Florida. Radio One name is not available in the state of Florida and the name under which the corporation will qualify and transact business in Florida shall be Radio One of Miami, Inc.

RADIO ONE, INC.

By:



Name: Linda J. Eckard

Title: Assistant Secretary

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

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1. Radio One, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. July 15, 1996 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. UPON QUALIFICATION
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 5900 Princess Garden Parkway, 8th Floor, Lanham, MD 20706
(Current mailing address)
Radio broadcasting
8. _____
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company
By: Laura R. [Signature]
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

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A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Linda J. Eckard, Assistant Secretary

(Typed or printed name and capacity of person signing application)

RIDER

OFFICERS

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	<u>Name</u>	<u>Business Address</u>
President:	Alfred C. Liggins, III	Radio One, Inc. 5900 Princess Garden Parkway 8 th Floor Lanham, Maryland 20706
Executive Vice President:	Scott R. Royster	Radio One, Inc. 5900 Princess Garden Parkway 8 th Floor Lanham, Maryland 20706
Secretary:	Catherine L. Hughes	Radio One, Inc. 100 St. Paul Street Baltimore, Maryland 21202
Assistant Secretary:	Linda J. Eckard	Radio One, Inc. 5900 Princess Garden Parkway 8 th Floor Lanham, Maryland 20706

DIRECTORS

<u>Name</u>	<u>Business Address</u>
Catherine L. Hughes	Radio One, Inc. 100 St. Paul Street Baltimore, Maryland 21202
Alfred C. Liggins, III	Radio One, Inc. 5900 Princess Garden Parkway 8 th Floor Lanham, Maryland 20706
Terry L. Jones	c/o Radio One, Inc. 5900 Princess Garden Parkway 8 th Floor Lanham, Maryland 20706

(Rider con't)

Brian W. McNeill

c/o Radio One, Inc.
5900 Princess Garden Parkway
8th Floor
Lanham, Maryland 20706

Larry D. Marcus

c/o Radio One, Inc.
5900 Princess Garden Parkway
8th Floor
Lanham, Maryland 20706

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State of Delaware

PAGE 1

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RADIO ONE, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTIETH DAY OF JUNE, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 26 AM 11:52




Edward J. Freel, Secretary of State

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AUTHENTICATION: 0509828
DATE: 06-20-00