

# FOI000000187

CSC  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

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01 JAN 11 PM 1:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CONTACT: *Sandy Mathis* ext. 1165

ACCOUNT #: 072100000032

REF#: 958952

AUTHORIZATION:

COST LIMIT: 70.00

*Patricia Pigott*

800003532898--0

ORDER DATE: 1/11/2001

ENTITY NAME: *SFX Family Entertainment, Inc.*

DOMESTIC FILING

FOREIGN FILING

☒ ARTICLES OF INCORPORATION

----- CERTIFICATE OF LIMITED PARTNERSHIP

----- QUALIFICATION

----- CERTIFICATE OF LLC

----- ARTICLES OF AMENDMENT

PLEASE RETURN

☒ STAMPED COPY

----- CERTIFIED COPY

----- CERTIFICATE OF GOOD STANDING

*By*

*1/11*

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01 JAN 11 AM 10:43  
DIVISION OF CORPORATION

**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. SFX Family Entertainment, 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

(State or country under the law of which it is incorporated)

3. 13-4053659

(FEI number, if applicable)

4. March 29, 1999

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. January 8, 2001

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 250 West 57th Street, New York, NY 10107

(Current mailing address)

8. Promotion of Family oriented Entertainment

(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

Elizabeth A. Kenney  
(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)

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

Chairman: See annexed Schedule of New Officers/Directors

Address: \_\_\_\_\_

Vice Chairman: See annexed Schedule of New Officers/Directors

Address: \_\_\_\_\_

Director: See annexed Schedule of New Officers/Directors

Address: \_\_\_\_\_

Director: See annexed Schedule of New Officers/Directors

Address: \_\_\_\_\_

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

President: See annexed Schedule of New Officers/Directors

Address: \_\_\_\_\_

Vice President: See annexed Schedule of New Officers/Directors

Address: \_\_\_\_\_

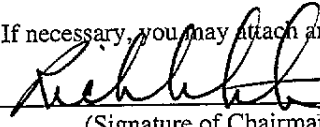
Secretary: See annexed Schedule of New Officers/Directors

Address: \_\_\_\_\_

Treasurer: See annexed Schedule of New Officers/Directors

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. Richard A. Liese - Executive Vice President & Secretary  
(Typed or printed name and capacity of person signing application)

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Schedule of New Directors/Officers  
of

SFX Family Entertainment, Inc.

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TALLAHASSEE, FLORIDA

Name	Title	Address
L. Lowry Mays	Director, CEO & Chairman	200 East Basse Rd., San Antonio, TX 78209
Mark P. Mays	Director, President & COO	200 East Basse Rd., San Antonio, TX 78209
Randall T. Mays	Director, Executive VP & CFO	200 East Basse Rd., San Antonio, TX 78209
Karl Eller	Vice President	200 East Basse Rd., San Antonio, TX 78209
Herbert W. Hill	Sr. VP & Chief Accounting Officer	200 East Basse Rd., San Antonio, TX 78209
Kenneth E. Wyker	Sr. VP General Counsel/Secretary	200 East Basse Rd., San Antonio, TX 78209
David Wilson	Sr. VP Chief Accounting/Information	200 East Basse Rd., San Antonio, TX 78209
Juliana F. Hill	Sr. VP/Finance	200 East Basse Rd., San Antonio, TX 78209
William P. Suffa	Sr. VP/Capital Management	200 East Basse Rd., San Antonio, TX 78209
Richard W. Wolf	VP/ Corporate Counsel	200 East Basse Rd., San Antonio, TX 78209
Susan R. Krieg	VP/Corporate Reporting	200 East Basse Rd., San Antonio, TX 78209
Randy Palmer	VP/Investor Relations	200 East Basse Rd., San Antonio, TX 78209
Rick Mangum	VP/Broadcast Accounting	200 East Basse Rd., San Antonio, TX 78209
Bill Hamersly	VP/Human Resources	200 East Basse Rd., San Antonio, TX 78209
Stephanie Rosales	VP/Corporate Tax	200 East Basse Rd., San Antonio, TX 78209
Richard A. Liese	Executive VP & Secretary	650 Madison Avenue, New York, NY 10022

*State of Delaware*  
*Office of the Secretary of State*

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SFX FAMILY ENTERTAINMENT," 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 NINTH DAY OF JANUARY, A.D. 2001.

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.



*Harriet Smith Windsor*

*Secretary of State*

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AUTHENTICATION: 0905468

DATE: 01-09-01

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