



# Prentice Hall Legal & Financial Services

AT: Albany (518) 222-195

120 HAYS STREET, SUITE 105  
TALLAHASSEE, FL 32301

**950000752**

CORPORATION(S) NAME

CHARTER NUMBER

<u>D &amp; F Broadcasting, Inc.</u>	***** ***** *****
	2295-3489

- |   |  |
|---|--|
| <input type="checkbox"/> Amendment                  | <input type="checkbox"/> Merger                                      |
| <input type="checkbox"/> Annual Report              | <input type="checkbox"/> Name Reservation                            |
| <input type="checkbox"/> Change of Registered Agent | <input type="checkbox"/> Name Registration                           |
| <input type="checkbox"/> Dissolution/Withdrawal     | <input type="checkbox"/> Non-Profit/Articles of Incorporation        |
| <input type="checkbox"/> Domestication              | <input type="checkbox"/> Other                                       |
| <input type="checkbox"/> Fictitious Business Name   | <input checked="" type="checkbox"/> Profit/Articles of Incorporation |
| <input type="checkbox"/> Foreign - Profit           | <input type="checkbox"/> Reinstatement                               |
| <input type="checkbox"/> Foreign - Non-Profit       | <input type="checkbox"/> Resignation of R.A., Off/Dir                |
| <input type="checkbox"/> Limited Partnership        | <input type="checkbox"/> Trademark                                   |
| <input type="checkbox"/> Limited Liability          | <input type="checkbox"/> UCC/Filing 1                                |
| <input type="checkbox"/> Mtr. Veh.                  | <input type="checkbox"/> UCC/Filing 3                                |

*Give this file date*

RECEIVED  
FEB 14 PM 4:23  
RFD 20720

- |  |   |
|--|---|
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> CUS                  |
| <input type="checkbox"/> Photocopy                 | <input type="checkbox"/> Good Standing        |
| <input type="checkbox"/> Corporate Print-Out       | <input type="checkbox"/> R.A., Off/Dir Search |
| <input type="checkbox"/> Fictitious/Owner Search   |   |

( ☒ ) Walk in      ( ) Call if Problem      ( ) Will Wait      ( ☒ ) Pick up 2:15 10:00  
DATE/TIME

FOR PRENTICE HALL'S USE ONLY

BRANCH ORDERING: NY BY: Regina

BRANCH RECEIVING: Mas BY: Tall

REF/JOB # 057-95-73307

CLIENT MATTER # \_\_\_\_\_

SAME DAY \_\_\_\_\_ 24 HR \_\_\_\_\_ ROUTINE \_\_\_\_\_

VERBAL REQUESTED: YES OR NO

DATE SENT:             MAIL FAX     FED EXP.    

FILED:             *point*

SENT TO: BRANCH CLIENT \_\_\_\_\_

SPECIAL INSTRUCTIONS: \_\_\_\_\_

CHECK #	_____
ST./CTY/ FEES	_____
CORR. FEE/	_____
SPEC. HANDL.	_____
MESSENGER	_____
COPIES	_____
FAX FEE	_____
OTHER	_____
TOTAL	_____

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:

1. D&F BROADCASTING, 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. Applied For

(FEI number, if applicable)

4. October 3, 1988

(Date of Incorporation)

5. Perpetual

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

6. will commence business February 20, 1995

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

7. c/o Jon Ferrari

79 Chestnut Ridge Road, Saddle River, NJ 07458

(Current mailing address)

8. Any lawful activity under the General Corporation Law of Delaware.

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

The Prentice-Hall Corporation

Name: System, Inc.

Office Address: 1201 Hays Street, Suite 105

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.*

The Prentice-Hall Corporation System, Inc.

By: Salek Saleem Asst Sec.

(Registered agent's signature)

SALEK SALEEM, ASST. SEC.

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:

A. DIRECTORS

1. Jon Ferrari  
79 Chestnut Ridge Road, Saddle River, NJ 07458
2. Brian Barefoot  
32 Lenox Road, Summit, New Jersey 07901
3. Michael Goodman  
9 Cooper Beech Place, Merrick, NY 11586
4. Robert Davidoff  
40 Stoner Avenue  
Great Neck, New York 11021
5. Harvey Granat  
29 Nassau Drive  
Great Neck, New York 11021

B. OFFICERS

President: Jon Ferrari  
Address: 79 Chestnut Ridge Road  
Saddle River, New Jersey 07458

Vice President: Charles Cohn  
Address: 24 Navesink Avenue  
Rumson, New Jersey 07760

Secretary: Charles Cohn  
Address: 24 Navesink Avenue  
Rumson, New Jersey 07760

Treasurer: Jon Ferrari  
Address: 79 Chestnut Ridge Road  
Saddle River, New Jersey 07458

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. JON FERRARI, President  
(Typed or printed name and capacity of person signing application)

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "D & F BROADCASTING, 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 EIGHTH DAY OF FEBRUARY, A.D. 1995.

25 FEB 11 07:11:55



*Edward J. Freel*

Edward J. Freel Secretary of State

2174222 0200

050000222

AUTHENTICATION 7400722

DATE 02-02-95

F9500000752

1201 HAYS STREET  
TALLAHASSEE, FL 32301

800-342-8086



95 APR 12 AM 11:09  
DIVISION OF CORPORATION

ACCOUNT NO. : 0721000000032

REFERENCE : 913841 4325015

AUTHORIZATION :

COST LIMIT : \$ 35.00

*Patricia Pigute*

ORDER DATE : April 10, 1996

ORDER TIME : 10:34 AM

ORDER NO. : 913841

CUSTOMER NO: 4325015

400001778424

CUSTOMER: Barton P. Blumberg, Esq  
Barton P. Blumberg, Esq  
516 Fifth Avenue

New York, NY 10036

FOREIGN FILINGS

NAME: D & F BROADCASTING, INC.

☐ PROFIT  
☐ NON-PROFIT

☒ CORPORATE  
☐ LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY  
☒ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

FILED  
95 APR 12 PM 12:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*NC  
OR6  
4/11/2*

# PROFIT CORPORATION

## APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA (Pursuant to s. 607.1504, F.S.)

### SECTION I


(1-3 must be completed)

1. D & F Broadcasting, Inc.  
Name of corporation as it appears on records of the Department of State.
2. Delaware  
Incorporated under laws of
3. February 14, 1995  
Date authorized to do business in Florida

### SECTION II

(4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? January 11, 1996
5. New Wave Broadcasting, Inc.  
Name of corporation after the amendment, adding suffix "corporation", "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.  
N/A  
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.  
N/A  
New Jurisdiction

  
Signature  
Charles Cohn  
Typed or printed name

3/15  
Date  
Vice President  
Title

FILED  
55 APR 12 PM 12:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "D & F BROADCASTING, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "NEW WAVE BROADCASTING, INC.", THE ELEVENTH DAY OF JANUARY, A.D. 1996, AT 9 O'CLOCK A.M.



*Edward J. Freel*

*Edward J. Freel, Secretary of State*

2174332 8320

960103926

AUTHENTICATION

7902479

DATE:

04-10-96