

# Prentice Hall Legal & Financial Services

ATTN: NY (904) 2-7446

120 CHAYS STREET, SUITE 105  
TALLAHASSEE, FL 32301

CORPORATION(S) NAME

CHARTER NUMBER

GCI Orange Inc

200001442862  
-03/29/95--01063--008  
\*\*\*\*\*61.25 \*\*\*\*\*61.25

- ☐ Amendment
- ☐ Annual Report
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Domestication
- ☐ Fictitious Business Name
- ☒ Foreign - Profit
- ☐ Foreign - Non-Profit
- ☐ Limited Partnership
- ☐ Limited Liability
- ☐ Mtr. Veh.

- ☐ Merger
- ☐ Name Reservation
- ☐ Name Registration
- ☐ Non-Profit/Articles of Incorporation
- ☐ Other
- ☐ Profit/Articles of Incorporation
- ☐ Reinstatement
- ☐ Resignation of R.A., Off/Dir
- ☐ Trademark
- ☐ UCC/Filing 1
- ☐ UCC/Filing 3

W95-6904

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED  
55 FEB 29 PM 3:44

- ☐ Certified Copy
- ☐ Photocopy
- ☐ Corporate Print-Out
- ☐ Fictitious/Owner Search

- ☒ CUS
- ☐ Good Standing
- ☐ R.A., Off/Dir Search

☒ Walk in ( ) Call if Problem ( ) Will Wait

☒ Pick up 3/29/00  
DATE/TIME

FOR PRENTICE HALL'S USE ONLY

300001444309  
-03/30/95--01094--010  
\*\*\*\*\*17.50 \*\*\*\*\*17.50

BRANCH ORDERING: NY BY: Mary So

BRANCH RECEIVING: Tall BY: Ting

REF/JOB # 54299-900292

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

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

VERBAL REQUESTED: YES OR NO

DATE SENT:             MAIL FAX         FED EXP.

FILED:            

SENT TO: BRANCH \_\_\_\_\_ CLIENT ☒

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

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



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 29, 1995

PRENTICE HALL

SUBJECT: GCI ORANGE, INC.  
Ref. Number: W95000006904

*we also need  
a good standing*

*8.75  
8.75  
17.50*

We have received your document for GCI ORANGE, INC. and check(s) totaling \$61.25. However, the document has not been filed and is being retained in this office for the following reason(s):

There is a balance due of \$8.75. Refer to the attached fee schedule for the breakdown of fees. Please return a copy of this letter to ensure your money is properly credited.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6093.

Freta Lott  
Corporate Specialist Supervisor

Letter Number: 695A00014262

RECEIVED  
95 MAR 29 PM 3:30  
DIVISION OF CORPORATIONS

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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

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

1. GCI Orange, 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. 13-3797148  
(FEI number, if applicable)
4. October 13, 1994  
(Date of Incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. Anticipating: March 31, 1995  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. c/o Granum Communications, Inc.  
100 Wall Street, Suite 603,  
New York, New York 10005  
(Current mailing address)
8. To engage in any lawful act within the State of Florida, including without limitation, the owning and operating of Radio Stations and the holding of FCC Licenses in connection therewith.  
(Purpose(s) of corporation authorization in home state or country to be carried out in the state of Florida)
9. **Name and street address of Florida registered agent:**  
  
Name: The Prentice-Hall Corporation  
  
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 or 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: Marcia C. Hamer

(Registered agents 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 is incorporated.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
9 FEB 29 PM 3:44

12. **Names and addresses of officers and/or directors:**

A. **DIRECTORS**

**Co-Chairman:** Nils Braus

**Address:** c/o Kohlberg Kravis Roberts & Co., L.P.  
9 West 57th Street, Suite 4250  
New York, New York 10019

**Co-Chairman:** Scott M. Stuart

**Address:** c/o Kohlberg Kravis Roberts & Co., L.P.  
9 West 57th Street, Suite 4250  
New York, New York 10019

B. **OFFICERS**

**President and  
Chief Executive  
Officer:**

Herbert W. McCord

**Address:** c/o Granum Communications, Inc.  
100 Wall Street, Suite 603  
New York, New York 10005

**Vice President and  
Chief Operating  
Officer:**

Peter Ferrara, Jr.

**Address:** c/o Granum Communications, Inc.  
100 Wall Street, Suite 603  
New York, New York 10005

**Secretary:**

Michael Weinstein

**Address:** c/o Granum Communications, Inc.  
100 Wall Street, Suite 603  
New York, New York 10005

**Treasurer and  
Chief Financial  
Officer:**

Michael Weinstein

**Address:** c/o Granum Communications, Inc.  
100 Wall Street, Suite 603  
New York, New York 10005

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

13.

*[Handwritten Signature]*

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

14.

Co-Chairman of Board of Directors

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 FEB 29 PM 3:45

**Office of the Secretary of State**

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT "GCI ORANGE, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

THE FOLLOWING DOCUMENT HAS BEEN FILED:

CERTIFICATE OF INCORPORATION, FILED THE THIRTEENTH DAY OCTOBER, A.D. 1994, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATE IS THE ONLY PAPER OF RECORD, THE CORPORATION IN QUESTION NOT HAVING FILED AN AMENDMENT NOR HAVING MADE ANY CHANGE WHATEVER IN THE ORIGINAL CERTIFICATE AS FILED.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 FEB 29 PM 3:45



*Edward J. Freel*

Edward J. Freel, Secretary of State

2443291 8315

950060772

AUTHENTICATION: 7443741

DATE: 03-20-95

1201 HAYS STREET  
TALLAHASSEE, FL 32301-26  
904-222-9171  
904-222-0313 FAX

800-342-8086

F95000001526

FILED



ACCOUNT NO. : 072100000032

96 MAY 30 PM 1:09

REFERENCE : 965596

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AUTHORIZATION : *Patricia Pizzuti*

COST LIMIT : \$ 35.00

ORDER DATE : May 24, 1996

ORDER TIME : 12:45 PM

ORDER NO. : 965596

500001844285

CUSTOMER NO: 4302216

CUSTOMER: Sean D. Rodgers, Esq  
Simpson, Thacher & Bartlett  
425 Lexington Avenue

New York, NY 10017-3954

DOMESTIC AMENDMENT FILING

NAME: GCI ORANGE, INC.

☒ ARTICLES OF AMENDMENT  
☐ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: KAREN ROZAR

EXAMINER'S INITIALS: \_\_\_\_\_

RECEIVED  
96 MAY 30 PM 1:09  
DIVISION OF CORPORATION

RECEIVED  
96 MAY 29 PM 1:21  
DIVISION OF CORPORATION

*File 2nd*

N. HENDRICKS MAY 30 1996

Florida Department of State, Sandra B. Mortham, Secretary of State

FILED

96 MAY 30 PM 1:09

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**OFFICER / DIRECTOR RESIGNATION**

I, Karen B. Rozar, hereby resign as Assistant Secretary  
(Title)  
of GCI Orange, Inc.  
(Name of Corporation)

a corporation organized under the laws of the State of Florida

That the corporation has been notified in writing of the resignation.

Karen B. Rozar  
(Signature of resigning officer/director)

FILING FEE IS \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314



Document Number Only

F9500000/526

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

FILED  
97 APR -4 PM 2:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

800002133918-8

-04704797-01072-010  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

GLI Orange, Inc.

☐ Profit

☐ NonProfit

☐ Limited Liability Co.

☐ Foreign

☐ Amendment

☐ Merger

☒ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Annual Report

☐ Reservation

☐ Other UCC Filing

☐ Change of R.A.

☐ Fic. Name

☐ Certified Copy

☐ Photo Copies

☐ CUS

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Call if Problem

☐ After 4:30

☒ Pick Up

Name  
Availability

Document  
Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

PLEASE RETURN COPIES  
FILE STAMPED

4-4

Withdrawal

4/4/97

DC

CR2E031 (1-89)

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF AUTHORITY  
TO TRANSACT BUSINESS OR CONDUCT AFFAIRS IN FLORIDA**

GCI ORANGE, INC.  
(Name of Corporation)

Delaware  
(Incorporated Under Laws Of)

FILED  
97 APR -4 PM 2:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

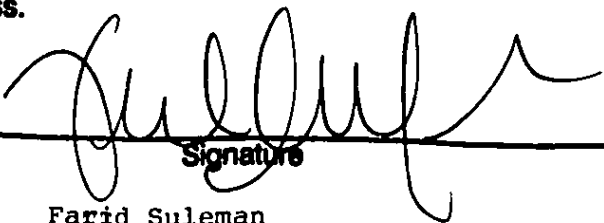
This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

c/o Infinity Broadcasting Corporation 40 West 57th Street  
(Mailing Address)

New York, New York 10019  
(City - State - Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

  
\_\_\_\_\_  
Signature

March 27, 1997  
Date

Farid Suleman

Typed or printed name

Vice President-Finance, Chief Financial Officer and Assistant  
Secretary of Infinity Holdings Corp. of Orlando (successor by merger  
to GCI Orange, Inc.)  
Title