

F95000005477

Document Number Only

C T CORPORATION SYSTEM  
Requestor's Name  
660 East Jefferson Street  
Address  
Tallahassee, Florida 32301  
City State Zip Phone  
904-222-1092  
CORPORATION(S) NAME

- 95:10Y-3 P112:00
- |  |   |  |
|--|---|--|
| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment              | <input type="checkbox"/> Merger                    |
| <input type="checkbox"/> NonProfit                 | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark                      |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Other                     |
| <input checked="" type="checkbox"/> Foreign        | <input type="checkbox"/> Reservation            | <input type="checkbox"/> Change of R.A. <i>mtn</i> |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Photo Copies           | <input type="checkbox"/> Fictitious Name           |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Call When Ready        | <input type="checkbox"/> CUS/ G/S                  |
| <input type="checkbox"/> Certified Copy            | <input type="checkbox"/> Call if Problem        | <input type="checkbox"/> After 4:30                |
| <input type="checkbox"/> Call When Ready           | <input type="checkbox"/> Will Wait              | <input checked="" type="checkbox"/> Pick Up        |
| <input checked="" type="checkbox"/> Walk In        |   |  |
| <input type="checkbox"/> Mail Out                  |   |  |

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**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. Pegasus Broadcast Television, 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. Pennsylvania

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

3. 23-2779414

(FEI number, if applicable)

4. September 15, 1994

(Date of Incorporation)

5. Perpetual

(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. Five Radnor Corporate Center, Suite 454, 100 Matsonford Road

Radnor, Pennsylvania 19087

(Current mailing address)

8. to own and operate broadcast television stations

(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:**

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation

, Florida , 33324

(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.*

  
(Registered agent's signature)

Frank T. Stephens, Asst. V.P.

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

Chairman: \_\_\_\_\_

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

Vice Chairman: \_\_\_\_\_

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

Director: Marshall W. Pagon

Address: Five Radnor Corporate Center, Suite 454  
100 Matsonford Road  
Radnor, PA 19087

Director: \_\_\_\_\_

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

B. OFFICERS

SEE RIDER ATTACHED

President: \_\_\_\_\_

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.

Robert N. Verdecchio, Sr.

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

14.

Robert N. Verdecchio, Sr. Vice President, CFO and Asst. Secretary  
(Typed or printed name and capacity of person signing application)

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RIDER TO  
Application by Foreign Corporation for Authorization To  
Transact Business in Florida  
of  
PEGASUS BROADCAST TELEVISION, INC.

12. Names and addresses of officers:

Officers:

President, Chief Executive  
Officer and Treasurer  
Address:

Marshall W. Pagon  
Five Radnor Corporate Center  
Suite 454  
100 Matsonford Road  
Radnor, PA 19087

Senior Vice President,  
Chief Financial Officer  
and Assistant Secretary  
Address:

Robert N. Verdecchio  
Five Radnor Corporate Center  
Suite 454  
100 Matsonford Road  
Radnor, PA 19087

Secretary  
Address:

Howard E. Verlin  
Five Radnor Corporate Center  
Suite 454  
100 Matsonford Road  
Radnor, PA 19087

Vice President  
Address:

Guyon W. Turner  
Five Radnor Corporate Center  
Suite 454  
100 Matsonford Road  
Radnor, PA 19087

Assistant Secretary  
Address:

Yolanda Robins  
Five Radnor Corporate Center  
Suite 454  
100 Matsonford Road  
Radnor, PA 19087

Assistant Secretary  
Address:

Michael B. Jordan  
1345 Chestnut Street  
Philadelphia, PA 19107

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COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

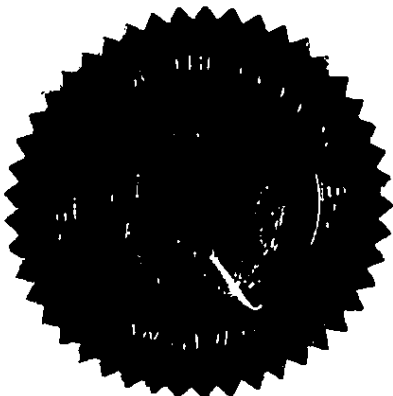
NOVEMBER 02, 1995

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

PEGASUS BROADCAST TELEVISION, INC.

is duly incorporated under the laws of the Commonwealth of Pennsylvania  
and remains a subsisting corporation so far as the records of this office  
show, as of the date herein.



IN TESTIMONY WHEREOF, I have  
hereunto set my hand and caused  
the Seal of the Secretary's  
Office to be affixed, the day  
and year above written.

Secretary of the Commonwealth

SWAL

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FILED  
NOV 02 1995  
DEPT. OF STATE  
HARRISBURG