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PREMIER HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 998492 4300097

AUTHORIZATION : *Patricia Pizeto*

COST LIMIT : \$ 70.00

ORDER DATE : June 24, 1996

ORDER TIME : 10:33 AM

ORDER NO. : 998492

100001876481

CUSTOMER NO: 4300097

CUSTOMER: Lincoln M. Vidal, Legal Asst
Baker & McKenzie
805 Third Avenue

New York, NY 10022

FOREIGN FILINGS

NAME: SFX BROADCASTING, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 26 PM 12:00

mtm

RECEIVED
96 JUN 26 AM 11:11
DIVISION OF CORPORATIONS

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. SFX 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. _____
(FEI number, if applicable)
4. 2/26/92
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Effective Upon Filing
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 150 East 58th Street, 19th Floor
New York, NY 10155
(Current mailing address)
8. Radio Communications
(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: (P.O. Box or Mail Drop Box NOT acceptable)
Name: Corporation Service Company
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.
Corporation Service Company
By: [Signature] Asst VP
(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.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 26 PM 12:00

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)

Executive Chairman: Robert X. Silleman

Address: 150 East 58th Street, 19th Floor, New York, NY 10155

Vice Chairman: D. Geoffrey Armstrong

Address: 150 East 58th Street, 19th Floor
New York, NY 10155

Director: Richard A. Liese

Address: 150 East 58th Street, 19th Floor
New York, NY 10155

Director: Howard J. Tytel

Address: 150 East 58th Street, 19th Floor
New York, NY 10155

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

Chief Executive Officer: Robert F.X. Silleman

Address: 150 East 58th Street, 19th Floor
New York, NY 10155

Vice President: Richard A. Liese

Address: 150 East 58th Street, 19th Floor
New York, NY 10155

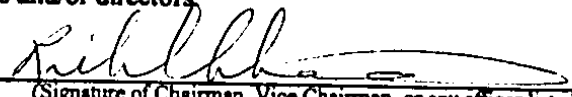
Secretary: Howard J. Tytel

Address: 150 East 58th Street, 19th Floor
New York, NY 10155

Chief Financial Officer and
Chief Operating Officer: D. Geoffrey Armstrong

Address: 150 East 58th Street, 19th Floor
New York, NY 10155

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 26 PM 2:00

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SFX 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 TWENTY-FOURTH DAY OF JUNE, A.D. 1996.

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

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 26 PM 12:00



Edward J. Freel

Edward J. Freel, Secretary of State

2289216 8300

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AUTHENTICATION:

8000258

DATE:

06-24-96