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**MARKS & CHONG, P.A.**

ATTORNEYS AND COUNSELORS AT LAW

605 East Robinson Street, Suite 510

Orlando, Florida 32801

Telephone 407-872-3161

Facsimile 407-872-3211

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
01 FEB -9 AM 9:32

Stephen C. L. Chong

Thomas D. Marks

February 7, 2001

Bureau of Corporate Records  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

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-02/09/01--01089--017  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

Re: Metro Orlando Broadcasters, Inc.

Dear Sirs: ...

Enclosed please find the following documents for filing in your office:

1. Articles of Dissolution, and
2. a check for \$43.75 to cover the filing fee and a certified copy of the Articles of Dissolution.

If the same meet with your approval kindly file the same and return a certified copy to our office in the envelope provided. If you have any questions, please do not hesitate to contact us.

Sincerely,



Stephen C. L. Chong

SCLC/pp  
Encl.

cc: Michael Wernersback, Trust Officer  
Linda Casalgrandi

Uoldis

V. SHEPARD FEB 13 2001

ARTICLES OF DISSOLUTION  
OF

METRO ORLANDO BROADCASTERS, INC.

FILED  
SECRETARY OF ST.  
DIVISION OF CORPORATIONS  
01 FEB -9 AM 9:32

The undersigned, as the sole shareholder of this corporation, and pursuant to Chapter 607 of the Florida Statutes, hereby dissolve the corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME OF CORPORATION

The name of this Corporation is METRO ORLANDO BROADCASTERS, INC.

ARTICLE II - RESOLUTION TO DISSOLVE

The corporation adopted a resolution to dissolve at a special meeting of the shareholders of the corporation held on January 24, 2001. The resolution was unanimously approved by the shareholders.

ARTICLE III - LIABILITIES AND OBLIGATIONS  
OF THE CORPORATION

Adequate provisions have been made for the payment of all liabilities and obligations of the corporation.

ARTICLE IV - DISTRIBUTION OF ASSETS

All remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests.

ARTICLE V - PENDING ACTIONS

There are no pending actions against the corporation in any court.

ARTICLE VI - EFFECTIVE DATE

The effective date of these Articles shall be the date of filing.

IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Dissolution this 24<sup>th</sup> day of January, 2001.

By:

Michael Wernersback  
Michael Wernersback for First Union  
National Bank, as Trustee of the  
William A. Masi Trust, as Amended

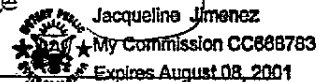
STATE OF FLORIDA  
COUNTY OF Broward

I hereby certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Michael Wernersback as Trust officer for First Union National Bank, as Trustee of the William A. Masi Trust, as Amended, known to me to be the person described in and who executed the foregoing instrument and that I relied upon the following form of identification of the above-named person: Florida Driver License

Witness my hand and official seal in the County and State last aforesaid this 24<sup>th</sup> day of January, A.D. 2001.

[notary rubber stamp seal]

Jacqueline Jimenez  
Notary Signature



Printed Notary Signature