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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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LIMITED LIABILITY AMENDMENT

YESTERDAY'S RADIO NETWORK, L.L.C.

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ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
YESTERDAY'S RADIO NETWORK, L.L.C.
(A Florida Limited Liability Company)

FIRST: The date of filing of the Articles of Organization ("Articles") was February 10, 2000.

SECOND: Article VI of the Articles titled "Management" is hereby deleted and replaced with the following amendment adopted by the limited liability company:

This limited liability company shall be managed by a Member. The name and address of the Member are:

Phillips Properties, Inc.
P.O. Box 219
Baker, FL 32531

Dated: 24th July 2000

Authorized Member:

Gulf Breeze Media, Inc.

By: Ron Hale Sr.

RON HALE, SR.

Its: Manager/General

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 27, 2000

YESTERDAY'S RADIO NETWORK, L.L.C.
21 MIRACLE STRIP PARKWAY
FORT WALTON BEACH, FL 32548

SUBJECT: YESTERDAY'S RADIO NETWORK, L.L.C.
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