

08/12/2002 1:21 PM FAX

DUANE MORRIS MIAMI

FILED

Florida Department of State  
Division of Corporations  
Public Access System

2002 AUG 12 AM 8:25  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet.** Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H02000179842 8))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:

Division of Corporations  
Fax Number : (850)205-0383

From:

Account Name : DUANE MORRIS & HECKSCHER, LLC  
Account Number : I19990000059  
Phone : (305)960-2220  
Fax Number : (305)960-2201

RECEIVED  
02 AUG 12 PM 4:35  
DIVISION OF CORPORATIONS

**LIMITED LIABILITY COMPANY**

Cynthia de Leon, Corporate Paralegal  
Duane Morris LLP  
200 So. Biscayne Blvd., Suite 3400  
Miami, Florida 33131  
(305) 960-2251

**UPN 32 of Knoxville LLC**

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$160.00

(((H02000179842 8)))

**ARTICLES OF ORGANIZATION  
OF  
UPN 32 OF KNOXVILLE LLC**

These Articles of Organization are made for the purpose of organizing a Florida limited liability company under the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes (the "Act").

**ARTICLE I: NAME**

The name of this limited liability company is UPN 32 of Knoxville LLC (the "Company").

**ARTICLE II: DURATION**

The Company shall have perpetual existence unless terminated as specified in Section 608.441 of the Act.

**ARTICLE III: ADDRESS OF COMPANY**

The mailing address and street address of the principal office of the Company is:

**Attention: Broadcast Manager, Inc., Manager  
C/O Paul Silva  
10230 West Sample Road  
Coral Springs, FL 33065**

**ARTICLE IV: REGISTERED AGENT**

The name and address of the registered agent of the Company is:

**William R. Ballard  
C/O Paul Silva  
10230 West Sample Road  
Coral Springs, FL 33065**

(((H02000179842 8)))

**FILED**  
2002 AUG 12 AM 8:25  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

08/12/2002 16:21 FAX  
Aug 09. 02. 07:02p

DUANE MORRIS MIAMI

((H02000179842 8)))

003  
FILED  
2002 AUG 12 AM 8:25  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

#### ARTICLE V: ADDITIONAL MEMBERS

Additional members of the Company may be admitted upon the consent of a majority in interest of the current members to the admission of such additional members and the terms of such admission.

#### ARTICLE VI: TERMINATION OF MEMBERSHIP

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any event which terminates the continued membership of a member in the Company, the remaining members shall have the right to continue the business of the Company by unanimous consent.

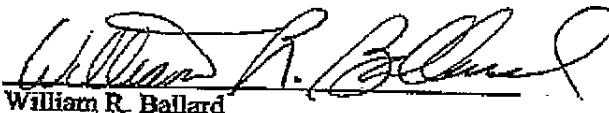
#### ARTICLE VII: MANAGEMENT OF THE COMPANY

Management of the Company is reserved to the Manager. The name and address of the initial Manager is: Broadcast Manager, Inc., C/O Paul Silva, 10230 West Sample Road, Florida 33065.

#### ARTICLE VIII: REGULATIONS

The members shall have the power to adopt, alter, amend, or repeal regulations of the Company containing provisions for the regulation and management of the affairs of the Company.

2002. The undersigned has executed these Articles of Organization effective as of August \_\_\_\_.

  
William R. Ballard

*In accordance with section 608.408 (3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.*

((H02000179842 8)))

08/12/2002 16:22 FAX  
Aug 09 02 07:02p

DUANE MORRIS MIAMI

004

P. 2

((H02000179842 8)))

FILED  
2002 AUG 12 AM 8:25  
DIV. OF CORPORATIONS  
TALLAHASSEE, FLORIDA

### ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent as provided for in Chapter 608, F.S.

MIA91826.1

  
William R. Ballard, as Resident Agent

((H02000179842 8)))