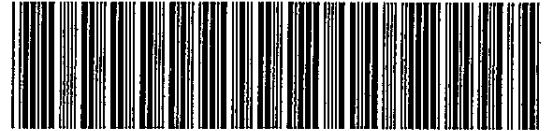


L040000092187

Law Offices
CLAYMAN, TAPPER & BARAM, LLC
Three Regency Drive
Bloomfield, Connecticut 06002-2331



300047204363

(City/State/Zip/Phone #)

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

Panama City Radio, LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The Articles of Organization were filed on December 10, 2004 and assigned document number LO4000092187.

SECOND: The following amendment(s) to the Articles of Organization was/were adopted by the limited liability company:

ARTICLE II

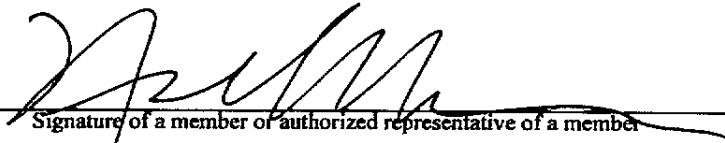
That the mailing address of the Company is 67 Walnut Hill Road, Newton, MA 02459.

ARTICLE IV

The Company shall have two Managing Members.

Charles N. Shapiro of 67 Walnut Hill Road, Newton, MA 02459 is one of the Managing Members of the Company.

Dated February 11, 2005.


Signature of a member or authorized representative of a member

Nicholas H. Robinson

Typed or printed name of signee

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