

Division of Corporations

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Florida Department of State
Division of Corporations
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

BUTTERS MB-FM, LLC

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ARTICLES OF ORGANIZATION

OF

BUTTERS MB-FM, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, as amended, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE I

NAME

The name of the Limited Liability Company is Butters MB-FM, LLC (the "Company").

ARTICLE II

ADDRESS

The mailing address and street address of the principal office of the Company is 6820 Lyons Technology Circle, Suite 100, Coconut Creek, Florida 33073.

ARTICLE III

DURATION

The period of duration for the Company shall be perpetual.

ARTICLE IV

REGISTERED OFFICE AND AGENT AND ADDRESS

The name and street address of the registered agent of the Company in the State of Florida are:

Name

Address

Malcolm Butters

6820 Lyons Technology Circle
Suite 100
Coconut Creek, Florida 33073

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ARTICLE V
MANAGEMENT

The Company is to be managed by its members.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of
Organization for the foregoing uses and purposes this 19 day of June, 2006.

BUTTERS MB-FM, LLC, a Florida limited
liability company


Malcolm Butters,
Member

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned submits the following statement to designate a registered office and registered agent in the State of Florida.

1. The name of the Company is Butters MB-FM, LLC.
2. The name and street address of the registered agent and office are:

Malcolm Butters
6820 Lyons Technology Circle
Suite 100
Coconut Creek, FL 33073

Dated: June 19, 2006


Malcolm Butters,
Member

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REGISTERED AGENT'S ACCEPTANCE

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, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, Florida Statutes.

Dated: June 19, 2006


Malcolm Butters, Registered Agent

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