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CSC networks

PRESTON HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 111980 4306145

AUTHORIZATION :

Patricia P. [Signature]

COST LIMIT : \$ 140.00

ORDER DATE : October 7, 1996

ORDER TIME : 10:17 AM

ORDER NO. : 111980

CUSTOMER NO: 4306145

CUSTOMER: William H. Cox, Esq
HERZFELD & RUBIN, P.C.

40 Wall St

New York, NY 10005

DOMESTIC FILING

NAME: THE FLORIDA NEWS GROUP, L.C.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Juan E Jones

EXAMINER'S INITIALS:

*Cost Limit
\$ 285.00*

200001967282

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 OCT 18 PM 2:40

FILED

*R96-3144
Dmc 10/8/96*

DIVISION OF CORPORATION

96 OCT -8 AM 11:05

RECEIVED

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is: **THE FLORIDA NEWS GROUP, L.C.**

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is 2201 Fourth Avenue North, Lake Worth, Florida 33461.

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be until December 31, 2026.

ARTICLE IV - Management:

The Limited Liability Company is to be managed by a manager or managers and the names and addresses of such managers who are to serve as managers are:

Richard J. Rapone
Manson News Distributors, Inc.
P.O. Box 1211
Rochester, New York 14603

John Seebach
University South Center, Suite 14
9104 North I-85 Service Road
Charlotte, North Carolina 28206

Robert Rubin
Troy News Company, Inc.
P.O. Box 388
Troy, New York 12181

Gil Brachtel
The News Group Southeast
P.O. Box 61297
Jacksonville, FL 32236

ARTICLE V - Admission of Additional Members:

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be as set forth in the Regulations of the Limited Liability Company.

ARTICLE VI - Members Rights to Continue Business:

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be as set forth in the Regulations of the Limited Liability Company.

Under penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated therein are true and correct.

Signed this 4th day of October, 1996.

FEC NEWS DISTRIBUTING CO., INC.
Member of the Limited Liability Company

By:


Richard J. Rapone, President

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

FILED

96 OCT -8 PM 2:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned member or authorized representative of
a member of THE FLORIDA NEWS GROUP, L.C. deposes and says:

- (1) the above named limited liability company has at least two members
- (2) the total amount of cash contributed by the member(s) is \$_____.
- (3) if any, the agreed value of property other than cash contributed by member(s) is \$_____. A description of the property is attached and made a part hereto.
- (4) the amount of cash or property anticipated to be contributed by member(s) is \$146,000.
- (5) the total amount of 2, 3, and 4 is \$146,000.

Signed this 4th day of October, 1996

FEC NEWS DISTRIBUTING CO., INC.

By: _____

Richard J. Rapone, President
Signature of a member or authorized representative
of a member. (In accordance with section
608.403(3), Florida Statutes, the execution of
this affidavit constitutes an affirmation under
the penalties of perjury that the facts stated
herein are true.)

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

FILED

96 OCT -8 PM 2:39

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.408(3), FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is THE FLORIDA NEWS GROUP, L.C.
2. The name and address of the registered agent and office is:

The Prentice-Hall Corporation System, Inc.

(Name)

1201 Hays Street, Suite 105

(Address)

Tallahassee, Florida 32301

(City/State/Zip)

By:

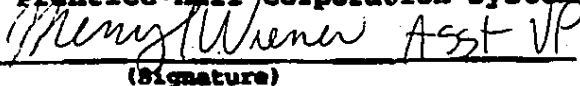

Richard J. Rapone, President

Signature of a member or authorized representative of a member. (In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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.

The Prentice-Hall Corporation System, Inc.

By:


(Signature)

10/17/96
(Date)

Filing Fee: \$ 35 for Designation of Registered Agent