

**TRANS MINORABLE
FOR FLORIDA LIMITED LIABILITY COMPANY**

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: children's cable network of st. petersburg/clearwater L.C.
(Proposed limited liability company name - must include suffix)

800002037228--2
-12/29/96--01114--025
****337.50 ****337.50

Enclosed is an original and one (1) copy of the articles of organization and a check for :

☐ \$285.00
Filing Fee
& Registered
Agent designation

☐ \$293.75
Filing Fee,
Registered Agent
Designation &
Certificate

☒ \$337.50
Filing Fee,
Registered Agent
Designation &
Certified Copy

☐ \$346.25
Filing Fee,
Registered Agent
Designation,
Certified Copy &
Certificate

FROM: Ellis N Younger
Name (Printed or typed)

12360 66th ST N STE Q
Address

Largo, FL 33773
City, State & Zip

(800) 222-9511
Daytime Telephone number

mailed Filed copy

TO:

10231 Slater Ave
#103

Fountain Valley, CA
92708

96 DEC 23 PM 12:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

NOTE: Please provide the original and one copy of the articles.

December 12, 1996

Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

Dear Corporations Division:

Enclosed are the applications, documents, and filing fees to establish,

1. Children's Cable Network of Florida, Inc.
2. Children's Cable Network of St. Petersburg/Clearwater L.C.,

Please file the documents for the corporation first, and then the documents for the Limited Liability Company once the corporation is filed. Please return the acknowledgment and copies of the filed documents to:

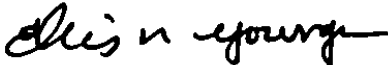
Ellis N. Younger
10231 Slater Ave. Suite 103
Fountain Valley, CA 92708

A pre-addressed FED EX airbill is enclosed for your convenience.

Should you have any questions, you can call me toll free at (800) 222-9511.

Thank You for your attention in this matter.

Sincerely,



Ellis N. Younger

**ARTICLES OF ORGANIZATION
OF
CHILDREN'S CABLE NETWORK
OF
ST. PETERSBURG/CLEARWATER L.C.**

FILED
96 DEC 23 PM 12:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.

The Limited Liability Company shall conduct business and activities under the name of **CHILDREN'S CABLE NETWORK OF ST. PETERSBURG/CLEARWATER L.C.**, a Florida Limited Liability Company.

ARTICLE II.

The mailing address of the principal office shall be:

12360 66th St. N. Suite Q
Largo, FL 33773

ARTICLE III.

Children's Cable Network of St. Petersburg/Clearwater L.C., a Florida Limited Liability Company will naturally terminate and dissolve on December 31, 2026.

ARTICLE IV.

The Managing Member of Children's Cable Network of St. Petersburg/Clearwater, L.C. shall be:

Children's Cable Network of Florida, Inc., a Florida corporation.
12360 66th St. N. Suite Q
Largo, FL 33773

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of children's
Cable Network of St. Petersburg/Clearwater 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 \$ 1000.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ -0-.
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 \$ 600,000.00
- 5) the total amount of 2, 3, and 4 is \$ 601,000.00

Ellis N. Young

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.)

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY 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:

Children's Cable Network of St. Petersburg/Clearwater L.C.

2. The name and address of the registered agent and office is:

Ellis N Younger
(Name)

12360 66th ST N Suite Q
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Largo, FL 33773
(City/State/Zip)

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96 DEC 23 PM 12:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

Ellis N Younger
(Signature)

12/9/96
(Date)

Filing Fee: \$ 35 for Designation of Registered Agent

L96000001349

1030 Main Street
13th Floor
Irvine, CA 92614
714.378.9500

CCN Capital Group, Inc.

April 7, 1997

Florida Department of State
Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

FILED
97 APR 11 AM 9:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RE: Children's Cable Network of St. Petersburg/Clearwater, L.C.
Registration Number L96000001349

Dear Sirs/Madam:

Enclosed please find a certificate of amendment to the Articles of Organization for Children's Cable Network of St. Petersburg/Clearwater, L.C.. A check is enclosed in the amount of \$113.75 to cover the filing fees.

Please return the Acknowledgment to.

Ellis N. Younger
CCN Capital Group, Inc.
10231 Slater Avenue Suite 103
Fountain Valley, CA 92708

200002140282--9
-04/11/97--01053--002
****113.75 ****113.75

If you have any questions regarding this amendment, you can reach me at (800) 222-9511.

Sincerely,

Ellis N. Younger
Ellis N. Younger

enclosures

Amend & N/c

VS APR 15 1997

FILED
97 APR 11 AM 9:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

CHILDREN'S CABLE NETWORK OF St. Petersburg/Clearwater L.C.
A Florida Limited Liability Company

- FIRST:** The date of filing of the articles of organization was December 23, 1996
- SECOND:** The following amendment(s) to the articles of organization was/were adopted by the limited liability company:
- Article 1:** The Limited Liability Company shall conduct business and activities under the name of **CHILDREN'S TELEVISION NETWORK of Tampa Bay, L.C.**
- Article 2:** The mailing address of the principal office shall be:
CHILDREN'S TELEVISION NETWORK of Tampa Bay, L.C.
712 South Oregon Avenue
Tampa, FL 33606
- Article 4:** The Managing Member of Children's Television Network of Tampa Bay L.C., shall be:

CHILDREN'S TELEVISION NETWORK, Inc.
712 South Oregon Avenue
Tampa, FL 33606

Dated : April 1, 1997.

Ellis N. Younger President
Signature of member or authorized representative of a member

Ellis N. Younger

President

L96000001349

1030 Main Street
13th Floor
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714.378.9500

CCN Capital Group, Inc.

April 7, 1997

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Dated : April 1, 1997.

Ellis N. Younger President
Signature of member or authorized representative of a member

Ellis N. Younger

President