

**M9500000509**  
W. Edward McLeod, P.A.

Post Office Box 911412 Longwood, Florida 32791-7412  
Office: 1551 Sandspur Road Maitland, Florida 32751  
(407) 629-1935 Pager (800) 840-9667 Fax (407) 629-5757

\*Note change of address & telephone

Ned McLeod  
Counselor & Attorney at Law  
entlwr@aol.com

May 18, 1998

Registration Section  
Division of Corporations  
Department of State  
409 East Gaines Street  
Tallahassee, Florida 32314

700002531407--4  
-05/21/98--01043--003  
\*\*\*337.50 \*\*\*337.50

Re: Application for Authorization of "CMDS POLAR RADIO, LLC"  
Foreign Limited Liability Company, existing in Tennessee

Corporate Registrar:

Enclosed please find the following documents in connection with the above company:

1. Application for Authorization to Transact Business in Florida.
2. Affidavit of Membership and Contributions.
3. Certificate of Designation of Registered Agent/Registered Office.
4. Original Certificate of Existence, State of Tennessee
5. A check in the amount of \$337.50 to cover the following items: (a) \$250.00 for filing fee; (b) \$52.50 for one certified copy of the Certificate of Incorporation; and (c) \$35.00 for certificate designating registered agent.

Your assistance in this matter is appreciated. Should you have any questions or comments regarding the above, please do not hesitate to contact me.

Sincerely,

W. EDWARD MCLEOD, P.A.

*W. Edward McLeod*

Ned McLeod

Enclosures

**FILED**  
98 MAY 21 PM 4: 22  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

|                   |    |
|-------------------|----|
| Name              | OK |
| Availability      | OK |
| Document Examiner | OK |
| Updater           | OK |
| Updater Verifier  | OK |
| Acknowledgment    | OK |
| W. P. Verifier    | OK |

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

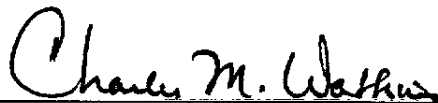
1. CMDS POLAR RADIO, LLC  
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
2. Tennessee  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 62-1738356  
(FEI number, if applicable)
4. April 30, 1998  
(Date of Organization)
5. Perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. April 30, 1998  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 501 Fifth Street  
Bristol, TN 37620  
(Street address of principal office)
8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of \_\_\_\_\_  
\_\_\_\_\_ CMDS POLAR RADIO, LLC \_\_\_\_\_ certifies: \_\_\_\_\_

- 1) the above named limited liability company has at least two members;
- 2) the total amount of cash contributed by the member(s) is \$ 150,000 ;
- 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.)  
and
- 4) the total amount of cash and property contributed and anticipated to be contributed  
by member(s) is \$ 150,000 .  
(This total includes amounts from 2 and 3 above.)



\_\_\_\_\_  
**Signature of a member or an 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.)

\_\_\_\_\_  
Charles M. Watkins

Typed or printed name of signee

FILED  
98 MAY 21 PM 4: 22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Filing Fee: \$250.00 for Application and Affidavit**

**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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

CMDS POLAR RADIO, LLC

2. The name and the Florida street address of the registered agent and office are:

W. Edward McLeod

(Name)

1551 Sandspur Road, Maitland, FL 32751

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Maitland FL 32751

City/State/Zip

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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.*

W. Edward McLeod

(Signature)

**Filing Fee: \$ 35 for Designation of Registered Agent**

**Secretary of State**

**Corporations Section**

**James K. Polk Building, Suite 1800  
Nashville, Tennessee 37243-0306**

ISSUANCE DATE: 04/30/1998  
REQUEST NUMBER: 98120022  
TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 04/30/1998  
STATUS: ACTIVE  
CORPORATE EXPIRATION DATE: PERPETUAL  
CONTROL NUMBER: 0349998  
JURISDICTION: TENNESSEE

TO:  
CHAMBLISS BAHNER & STOPHEL PC  
TWO UNION SQUARE  
STE 1000  
CHATTANOOGA, TN 37402

REQUESTED BY:  
CHAMBLISS BAHNER & STOPHEL PC  
TWO UNION SQUARE  
STE 1000  
CHATTANOOGA, TN 37402

**CERTIFICATE OF EXISTENCE**

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT  
"CMDS POLAR RADIO, LLC"

A LIMITED LIABILITY COMPANY DULY FORMED UNDER THE LAW OF THIS STATE WITH DATE OF  
FORMATION AND DURATION AS GIVEN ABOVE;  
THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE  
EXISTENCE OF THE LIMITED LIABILITY COMPANY HAVE BEEN PAID;  
THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED; AND  
THAT ARTICLES OF TERMINATION OF THE EXISTENCE HAVE NOT BEEN FILED.

FOR: REQUEST FOR CERTIFICATE

ON DATE: 04/30/98

FROM:  
CHAMBLISS BAHNER & STOPHEL (TWO UNION SQ  
SUITE 1000  
TWO UNION SQUARE  
CHATTANOOGA, TN 37402-2502

RECEIVED: FEES \$10.00 \$0.00  
TOTAL PAYMENT RECEIVED: \$10.00

RECEIPT NUMBER: 00002302529  
ACCOUNT NUMBER: 00000751



*Riley C Darnell*

RILEY C. DARNELL  
SECRETARY OF STATE