



M99000000481

ACCOUNT NO. : 072100000032

REFERENCE : 189527 4303929

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : March 31, 1999

ORDER TIME : 11:59 PM

ORDER NO. : 189527-005

CUSTOMER NO: 4303929

CUSTOMER: Ms. Stephanie C. Johnson
GREENBERG TRAUIG
GREENBERG TRAUIG
1221 Brickell Avenue
20th Floor
Miami, FL 33131

200002825672-3
-04/01/99-01001-006
****250.00 ****250.00

200002825672-3
-04/01/99-01001-007
*****35.00 *****35.00

DOMESTIC FILING

NAME: FM RADIO ACQUISITION LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

EXAMINER'S INITIALS:

M99-481

Name	331
Availability	
Document	
Examination	
Updater	
Underwriter	
Verifier	
Acknowledgment	
W. P. Verifier	

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 31 PM 3:36

RECEIVED
99 MAR 31 PM 3:14

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

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

1. FM Radio Acquisition 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. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 65-0905254
(FEI number, if applicable)
4. February 23, 1998
(Date of Organization)
5. Perpetual
(Duration: Year limited company will cease to exist or perpetual")
6. Upon Filing
(Date first transacted business in Florida. (See §608.501, 608.502, and §817.155, F.S.)
7. 2255 Glades Road, Suite 237W, Boca Raton, Florida 33431
(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)

NAME & ADDRESS:

TITLE:

NAME & ADDRESS:

TITLE:

Laurie Silvers
2255 Glades Road
Suite 237W
Boca Raton, FL 33431

Managing Member

Mitchell Rubenstein
2255 Glades Road
Suite 237W
Boca Raton, FL 33431

Managing Member

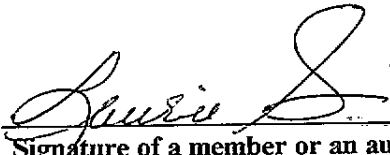
9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State of the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language,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

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

The undersigned member or authorized representative of a member of FM RADIO ACQUISTION LLC certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 0
- 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 \$ 0
(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.)

LAURIE SILVERS

Typed or printed name of signee

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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:

FM Radio Acquisition LLC

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

Corporation Service Company

(Name)

1201 Hays Street

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

Tallahassee

Florida

32301

City/State/Zip Code)

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Having been named as the 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.

Deborah M. Skipper

(Registered Agent's Signature)

Date: March 30th, 1999

Filing Fee: \$ 35 for Designation of Registered Agent

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FM RADIO ACQUISITION, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIFTH DAY OF MARCH, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "FM RADIO ACQUISITION, LLC" WAS FORMED ON THE TWENTY-THIRD DAY OF FEBRUARY, A.D. 1998.





Edward J. Freel, Secretary of State

2862863 8300

AUTHENTICATION:

9651321

991117948

DATE:

03-25-99