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Leibowitz & Associates, P.A.

SUITE 1450

BRAULIO L. BAEZ JOSEPH A. BELISLE ILA L. FELD ALLISON K. HIFT MATTHEW L. LEIBOWITZ SUNTRUST INTERNATIONAL CENTER ONE SOUTHEAST THIRD AVENUE MIAMI, FLORIDA 33131-1715 TELEPHONE (305) 530-1322 TELECOPIER (305) 530-9417 E-MAIL Broadlaw@aoi.com

14400000/134

Registration Section Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399 90003024109--6 -10/25/99-01106--019 ****155.00 ****155.00

Ladies and Gentlemen:

NextMedia Group, LLC, a Delaware Limited Liability Company, submits the enclosed applications for authorization to transact business in Florida and for designation of registered agent/registered office in the State of Florida.

Included with the applications, please find an original certificate of existence dated within 90 days of today's date, as well as a check in the amount of \$155.00 as payment for the following registration fees:

\$100.00 Filing Fee for Application \$ 25.00 Designation of Registered Agent \$ 30.00 Certified Copy

If you have any questions, please do not hesitate to contact me. Thank you very much.

Sincerely,

Caroline A. Soret

Counsel for NextMedia Group, LLC

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IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUL	TES THE FOLLOWING IS SUBMITTED TO RECISTED	A ECODETCIA
LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN TI	HE STATE OF FLORIDA:	A POREIGN

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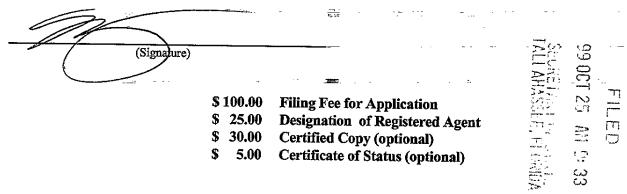
1.	NextMedia Group, LLC				
	(Name of foreign l De laware	lim	ited liability company)	•	
2	3	3.	65-0954190		
(, 0	urisdiction under the law of which foreign limited liability ompany is organized)		(FEI number, if applicable)		
4.	August 11, 1999	5.	_ Perpetual		
	(Date of Organization)		(Duration: Year limited liability company will cease to exist or "perpetual")	•	e en e
6. ,	November 1, 1999		<u> </u>		
	(Date first transacted business in Florida. (See	sec	ctions 608.501, 608.502, and 817.155, F.S.)		, , , , , , , , , , , , , , , , , , , ,
7	777 South Flagler Drive 8th Floor				-
-	West Palm Beach, FL 33401				
	(Street address	of	principal office)	-	•
8.]	f limited liability company is a manager-managed o	COI	mpany, check here x		
-			·· ·		-
9.	The usual business addresses of the managing mem	ıbe	rs or managers are as follows:		
	Carl Hirsch		Steven Dinetz		•
	777 S. Flagler Drive, 8th Floor		P.O. Box 10994		
	West Palm Beach, FL 33401		- 1034 Skyland Drive		
			Zephyr Cove, NV 89448	•	
transi	attached is an original certificate of existence, no more than 90 drisdiction under the law of which it is organized. (A photocopy ation of the certificate under oath of the translator must be submitted.) Nature of business or purposes to be conducted or particular to the certificate under oath of the translator must be submitted.	y is nitt	not acceptable. If the certificate is in a foreign language, a ed.)	cords in	e eb es
	Mass Media, including Broadcasting, I	In	ternet and Outdoor Advertising		
			00 (Kal		
	(In accordance with section 608.408(3), F.S an affirmation under the penalties of perjur	3., ti y th	rized representative of a member. the execution of this document constitutes at the facts stated herein are true.		_ * :
	Matthew Leib		VLCZ	_	
	Typed or printed r	nar	me of signee မြို့မြို့မြို့မြို့မြို့မြို့မြို့မြို့		

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:						
<u>NextMedi</u>	a Group, LLC					
2. The name and	the Florida street address of the registered agent and office are:					
	Matthew L. Leibowitz					
·	(Name)					
	1 S.E. 3rd Avenue, Suite 1450					
	Florida street address (P.O. Box NOT ACCEPTABLE)					
<u>-</u>	Mi.ami FL 33131 City/State/Zip					

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 as provided for in Chapter 608, F.S..



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State of Delaware Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY "NEXTMEDIA GROUP, 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 TWENTIETH DAY OF OCTOBER, A.D. 1999.

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

Edward J. Freel, Secretary of State

0036044

AUTHENTICATION:

10-20-99

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