VOICE ON TIS

Attorney at Law 4010-D Newberry Road Gainesville, Florida 32607

352-376-8118

June 12, 2001

Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Re: Incorporation of RADIO GAINESVILLE, INC.

Enclosed are the following:

- 1. Two copies Articles of Incorporation RADIO GAINESVILLE, INC.
- 2. Certificate Designating Registered Agent
- 3. My Trust Account check for \$70.00

Please file the corporation and return a certified copy of the Articles to this office. Thank you for your services.

Sincerety,

Nicholas T. Schroeder Enclosures (3) 800004418528--C -06/13/01--01097--003 ******70.00 ******70.00

638.524 WOI-13714

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

FILED

2001 JUN 13 PM 3:51

SECRETARY OF STATE TALLAHASSEE FLORIDA

June 14, 2001

NICHOLAS T. SCHROEDER, ESQ. 4010-D NEWBERRY ROAD GAINESVILLE, FL 32607

SUBJECT: RADIO GAINESVILLE, INC.

Ref. Number: W01000013714

We have received your document for RADIO GAINESVILLE, INC.. However, the document has not been filed and is being returned for the following:

The articles of incorporation of a nonprofit corporation must be prepared in compliance with section 617.0202, Florida Statutes. Please refer to that section of the law for assistance.

A NON-PROFIT CORPORATION CANNOT HAVE STOCK OR STOCKHOLDERS.

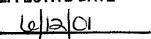
Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6052.

Claretha Golden Document Specialist New Filings Section

Letter Number: 401A00036643

EFFECTIVE DATE



FILED

ARTICLES OF INCORPORATION OF

RADIO GAINESVILLE, INC.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

2001 JUN 13 PM 3:51

I, the undersigned incorporator, hereby make, subscribe, acknowledge and file with the Secretary of State of Florida, these Articles of Incorporation for the purpose of forming a corporation not for profit in accordance with the laws of the State of Florida, Chapter 617.

ARTICLE I Name

The name of the corporation shall be RADIO GAINESVILLE, INC.

ARTICLE II Nature of Business

The purpose of this corporation shall be to encourage, promote and provide access to radio broadcasts to persons or organizations whose purpose is to educate and inform the public of matters of interest by making available low power radio transmissions.

ARTICLE III Initial Directors

There shall be six (3) members of the Board of Directors of the Corporation. The names and addresses of the persons who are to serve as directors until the first election thereof are as follows:

<u>Name</u>	Address	
Kenneth Skok		6212 SW 8 th Place Gainesville, FL 32607
Monica Brick		425 SE 8 th Street Gainesville, FL 32601
Erin Bussetti		427 SE 8 th Street Gainesville, FL 32601

The directors of the corporation shall be elected by the membership of the corporation as shall be specified in the By-Laws of the corporation at annual corporate meetings or at special called corporate meetings.

ARTICLE IV Registered Agent and Office

The name and Florida street address of the Registered Agent and Registered Office to accept service of process within the State is:

Kenneth Skok 6212 SW 8th Place Gainesville, Florida 32607

ARTICLE V
Existence of Corporation

This corporation shall have perpetual existence.

ARTICLE VI

Beginning of Corporate Existence

The date corporate existence shall begin shall be June 12, 2001.

ARTICLE VII

Membership

This corporation shall be organized on a membership basis. The total number of members shall be no more than one hundred (100).

ARTICLE VIII

The business of this corporation shall be managed by its Board of Directors. The management of the business of the corporation shall be the responsibility of the Board of Directors, no officer or member of the corporation shall make any commitment in the name of the corporation without written authorized approval of the Board of Directors. Election of Directors shall be as specified in the By-Laws of the corporation.

ARTICLE IX

Principal Office

The initial street address of the principal office of this corporation shall be:

6212 SW 8th Place Gainesville, FL 32607

ARTICLE X

Subscriber

The name and address of the subscriber to these Articles of Incorporation is:

Name Address

Kenneth Skok 6212 SW 8th Place Gainesville, FL 32601

ARTICLE XI

Amendments

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation for the uses and purposes therein stated this 47/2 day of June, 2001.

Kenneth Skok

STATE OF FLORIDA COUNTY OF ALACHUA

Personally appeared before me, the undersigned authority, Kenneth Skok, who being well known and who acknowledged before me that he is the signor of the foregoing Articles of Incorporation, and further acknowledge the Articles of Incorporation to be his free act and deed as a Signor thereof, and that the facts stated therein are true.

WITNESS, my hand and official seal at Gainesville, Alachua County, Florida, this Alachua County,

Notary Public
My commission expires:

NICHOLAS T. SCHROEDER
MY COMMISSION # CC 653942
EXPIRES: June 9, 2001
Bonded Thrú Notary Public Underwriters

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

RADIO GAINESVILLE, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 6212 SW 8th Place, County of Alachua, City of Gainesville, State of Florida, has named KENNETH SKOK, located at 6212 SW 8th Place, Gainesville, Florida, 32607, as its agent to accept service of process within Florida.

Kenneth Skok, President

Date: 06 -08/01

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Kenneth Skok

Registered Agent

Date: 06-08-01

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SECRETARY OF STATE