

N 9600000 3753

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

EFFECTIVE DATE
 7-9-96

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

496 14805

625

MAILED JUL 17 1996

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	7/15		
TIME	11:00		CK No. _____
BY	DD		

WALK-IN
 Will Pick Up _____

RE: OCEAN Reef Public Radio,
Not for file Incorporated

	G.C. FEES	DISBURSED
<input checked="" type="checkbox"/> Capital Express™	65 JUL 16 PM 4:10	FILED
<input type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Corl. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit	900001833909	
<input type="checkbox"/> Vehicle Search	-07/15/96-01007-011	
<input type="checkbox"/> Driving Record	***122.50	***122.50
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone () _____		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () _____ pgs.		
SUBTOTALS _____		

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____
	\$ _____

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 16, 1996

CAP CONN

TALL, FL 32301

SUBJECT: OCEAN REEF PUBLIC RADIO, INCORPORATED
Ref. Number: W96000014805

We have received your document for OCEAN REEF PUBLIC RADIO, INCORPORATED and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return 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 (904) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 896A00034356

Corrected

ARTICLES OF INCORPORATION
OF
OCEAN REEF PUBLIC RADIO, INCORPORATED
A NOT-FOR-PROFIT CORPORATION

FILED
96 JUL 16 PM 4:11
HALL COUNTY, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

EFFECTIVE DATE
7-9-96

ARTICLE I

The name of the corporation ("Corporation") is OCEAN REEF PUBLIC RADIO, INC.

ARTICLE II

The existence (effective date) of the corporation shall begin on July 9, 1996.

ARTICLE III

The principal place of business and mailing address of the Corporation shall be:

Place of business: 31 Ocean Reef Drive, Suite C-209, Key Largo, Florida 33037
Mailing address: 100 Anchor Drive, #438, Key Largo, Florida 33037

ARTICLE IV

The specific purpose for which the Corporation is organized is to operate a public radio station.

ARTICLE V

The initial street address of the Corporation's registered office is 31 Ocean Reef Drive, Suite C-209, Key Largo, Florida 33037. The initial registered agent for the Corporation at that address is David C. Martinie.

ARTICLE VI

The initial board of directors shall consist of at least three (3) members. The manner in which the directors are elected or appointed is as follows: majority vote of all members of the shareholders, or according to any provisions set forth in the By-Laws of the Corporation. Provisions set forth in the By-Laws of the Corporation shall supercede this Article. The names and address of the persons who will serve on the initial board of directors are:

<u>Name</u>	<u>Address</u>
Frank Patterson	100 Anchor Drive, #438, Key Largo, FL 33037
David C. Martinie	31 Ocean Reef Drive, C-209, Key Largo, FL 33037
John P. Kaiser	12 South Marina Drive, Key Largo, FL 33037

ARTICLE VII

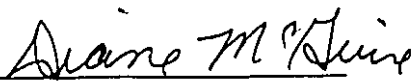
The name and street address of the person signing these articles of incorporation (incorporator) is:

<u>Name</u>	<u>Address</u>
Diane M. McGuire	103400 Overseas Highway, Suite 201, Key Largo, FL 33037

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 11th day of July, 1996.


DIANE M. MCGUIRE
Signature of Incorporator

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

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: Ocean Reef

Public Radio, Inc.

2. The name and street address of the registered agent and office is: DAVID C. MARTINIE

31 OCEAN REEF DRIVE - SUITE 209

KEY LARGO, FL 33037

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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.

David C. Martinie 4/3/90