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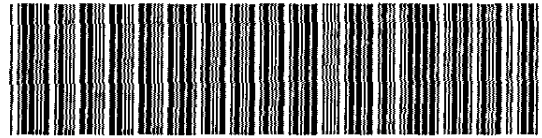
(Business Entity Name)

(Document Number)

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03/31/05--01018--003 \*\*78.75

FILED  
05 APR 15 AM 8:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

4/18/05 BWC

W05-17114



**UNION CAPITAL  
TITLE & ESCROW**

450 LAS OLAS BOULEVARD  
SUITE 1100  
FORT LAUDERDALE, FL 33301  
954 942 2414  
954 942 2415 FAX  
866 400 6070 TOLL FREE  
www.ucitle.com

April 11, 2005

Bruce W. Kitchens  
New Filings Section  
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: **UNITED RADIO NETWORK ASSOCIATES, INC.  
W05000017114**

Dear Mr. Kitchens:

Accompany this letter you will find the Articles of Incorporation for **UNITED RADIO NETWORK ASSOCIATION, INC.** I have attached a copy of your letter to this office for your reference. The name of the corporation originally submitted to the State for filing was UNITED RADIO NETWORK, INC. The corrected name for filing in response to your letter is as noted above. As you are in possession of the check in the amount of **\$78.75** for this filing, please process the corrected Articles of Incorporation as quickly as possible and notice this office of same. Thank you for your assistance in this matter.

Very truly yours,

C. Anthony Rumore



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

April 5, 2005

C. ANTHONY RUMORE  
450 LAS OLAS BLVD  
SUITE 1100  
FT. LAUDERDALE, FL 33301

SUBJECT: UNITED RADIO NETWORK, INC.  
Ref. Number: W05000017114

We have received your document for UNITED RADIO NETWORK, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

The document number of the name conflict is 520020 UNITED RADIO NETWORK OF FLORIDA, INC.

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) 245-6840.

Bruce W Kitchens  
Document Specialist  
New Filings Section

Letter Number: 705A00023064

**ARTICLES OF INCORPORATION  
OF  
UNITED RADIO NETWORK ASSOCIATION, INC.**

**FILED**  
05 APR 15 AM 8:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I  
NAME**

The name of this corporation ("Corporation") is UNITED RADIO NETWORK ASSOCIATION, INC.

**ARTICLE II  
DURATION**

This corporation shall exist perpetually, commencing on the date of filing of these Articles.

**ARTICLE III  
PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE IV  
INITIAL PRINCIPAL OFFICE**

The street and mailing address of the corporation's initial principal office is:

RICHARD T. SCHMID  
2200 N.E. 32<sup>nd</sup> Avenue  
Fort Lauderdale, FL 33305

**ARTICLE V  
SHARES**

The total number of shares which the corporation shall have authority to issue is 1,000 shares with a par value of \$0.10 per share.

## **ARTICLE VI PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## **ARTICLE VII REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

RICHARD T. SCHMID  
2200 N.E. 32<sup>nd</sup> Avenue  
Fort Lauderdale, FL 33305

## **ARTICLE VIII DIRECTORS**

This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time according to the bylaws. The initial directors shall be:

RICHARD T. SCHMID  
2200 N.E. 32<sup>nd</sup> Avenue  
Fort Lauderdale, FL 33305

## **ARTICLE IX LIABILITY OF DIRECTORS**

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

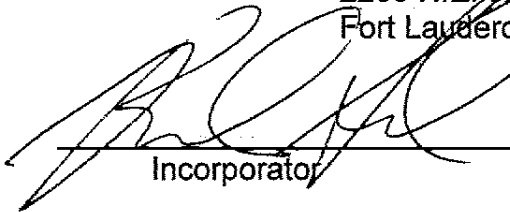
**ARTICLE X  
OTHER PROVISIONS**

Director or Officer Interest. In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

**ARTICLE XI  
INCORPORATORS**

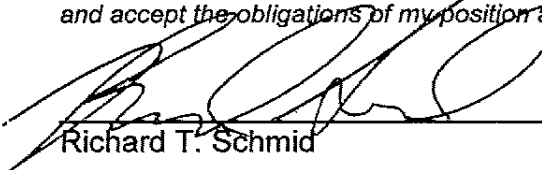
The names and residence address of the incorporator is:

RICHARD T. SCHMID  
2200 N.E. 32<sup>nd</sup> Avenue  
Fort Lauderdale, FL 33305

  
\_\_\_\_\_  
Incorporator

Date: 28/03/05

*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.*

  
\_\_\_\_\_  
Richard T. Schmid

28/3/05  
Date