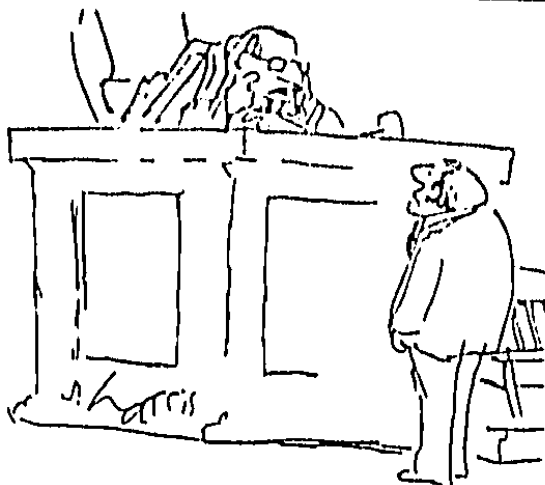


ECONOMIC CONCEPTS,
9240 SOUTH HIGHWAY 17-92
MAITLAND, FLORIDA 32751

P9500004299

December 1, 1994



"There's a very good reason why I prefer you not to plead your own case in this court. You are depriving some worthy lawyer of the opportunity to turn a fast buck."

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

ATTENTION - Division of Corporations

Enclosed find new filings for two corporations, and my check for \$140.00 to pay for same.

The corporations are:

RADIO 2000, INCORPORATED; and
ATLANTIC CONSTRUCTION OF BREVARD, INC.

Thank you for your attention to these matters.

Sincerely,

Scott Slayback

Scott Slayback, Senior Consultant
ECONOMIC CONCEPTS LIMITED
9240 South Highway 17-92
Maitland, Florida 32751

W/94-26025

FILED
95 JAN 18 AM 11:04
TALLAHASSEE, FLORIDA

B. BROWN JAN 18 1995



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

December 21, 1994

ECONOMIC CONCEPTS LIMITED
ATTN: SCOTT SLAYBACK
9240 SOUTH HIGHWAY 17-92
MAITLAND, FL 32751

SUBJECT: RADIO 2000, INC.
Ref. Number: W94000026025

We have received your document for RADIO 2000, INC. and your check(s) totalling \$140.00. 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. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6972.

Doris Brown
Document Specialist

Letter Number: 094A00052075

A handwritten signature in dark ink, appearing to read "Doris Brown", written diagonally across the bottom right of the page.

AFFIDAVIT

"This AFFIDAVIT" is presented to the State of Florida; Department of State; Division of Corporations; for the express purpose of release of a dissolved corporation name to any successor usage of that name by any corporation so applying for the use of the name of "RADIO 2000. INC."

"This AFFIDAVIT" is being executed by the PRESIDENT, and CHAIRMAN of the BOARD of the dissolved corporation, "RADIO 2000, INC."; both being the same person; Ken Gillette.

"This AFFIDAVIT" is being presented in compliance with Florida Statutes 607.0120 and 607.1224(2).

No stockholder of the dissolved corporation known as "RADIO 2000, INC." shall be a stockholder of the successor corporation "RADIO 2000, INC.;" applying to the State of Florida; Department of State; for registration.

Further Affiant sayeth not.

Dated this 12th day of January, 1995.



Ken Gillette

CHAIRMAN OF THE BOARD AND PRESIDENT of the
Dissolved Corporation known as "RADIO 2000, INC."

ARTICLES OF INCORPORATION
OF
RADIO 2000, INCORPORATED

ARTICLE I.
NAME

The Name of this Corporation shall be RADIO 2000, INCORPORATED;
whose address is: 9240 South Highway 17-92, Maitland, Florida 32751.

ARTICLE II.
COMMENCEMENT AND DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles of Incorporation by the Florida Department of State. This corporation's duration shall be perpetual.

ARTICLE III.
PURPOSES, POWERS, & RIGHTS

This Corporation is being organized for the purpose of conducting any lawful and legal business permitted by the State of Florida.

In furtherance of its corporate purposes, this corporation shall have all the general and specific powers and rights granted to and conferred on a corporation by the laws of the State of Florida.

ARTICLE IV.
CAPITAL STOCK

- A. This corporation shall have the authority to issue One Thousand shares of common capital stock with a par value of One Dollar per share.
- B. The holders of common stock are entitled to receive, to the extent permitted by law, such dividends as may be declared from time to time by the Board of Directors.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- C. Initially, only One Hundred shares of common stock shall be issued. The remainder shall not be issued, unless needed to expand the working capital of the corporation.
- D. Upon agreement of the then existing shareholder(s), the additional shares shall be issued, both to existing shareholders, and new shareholders, at a price to be determined by the Board of Directors, with the unanimous consent of the then outstanding shareholder(s).
- E. Upon unanimous consent of the existing shareholders, and approval by the Board of Director(s); the additionally issued shares of stock may carry a varying price, favoring the existing shareholders, and, may further, dilute the percentage of ownership in the corporation, to the existing shareholders.
- F. In the event of voluntary or involuntary liquidation, dissolution, distribution of assets; or winding up of the corporation; after distribution to all creditors; the holders of common stock shall be entitled to receive all the remaining assets of whatever kind available for distribution, in proportion to the percentage of outstanding stock held by them.
- G. The merger or consolidation of the corporation into, or with any other corporation, or the merger of any other corporation into it, or the purchase or redemption of shares of stock of the corporation, shall not be deemed to be a dissolution, liquidation, nor winding up of this corporation.
- H. Any person becoming a shareholder in this corporation agrees that any change of Florida Law, or laws of the United States of America, applicable to corporations, shall have governing effect upon his/her/its shareholder rights and privileges.

ARTICLE V.
TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, give, or otherwise dispose of shares in this corporation; without first offering said shares of stock first to the corporation for the same terms and agreements as offered and accepted by any willing third party buyer.

If the corporation, within 20 days, should not accept the purchase on the same terms as offered by others, for the sale of the aforementioned stock; then, for an additional 20 days after first refusal by the corporation, said stock shall be offered to any other entity then holding any stock in this corporation, for the same terms as agreed to, by the seller of said stock, in his/her/its written offer from some buyer other than a present stockholder.

If no agreement to meet the buyer's offer is forthcoming from either the corporation, or any present stockholder, within the conditions and time constraints set forth above; the seller is then free to consummate the sale with the 'outside' buyer without further restrictions.

On the death of any shareholder, this corporation, and/or its then existing shareholders, shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to his/her death, on the same terms as indicated above. This provision shall be binding upon the personal representative, or executor of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation. A Copy Of Which Is On File At This Corporation's Principal Office."

ARTICLE VI.
BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board of Directors shall be two. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

All corporate powers not specifically prohibited by law shall be exercised by, or under the authority of the Board of Directors.

A majority of any then Board of Directors, at any meeting thereof, be it special or regular, may exercise all authority of the Board.

A majority of shareholders voting may elect any or all of the Board of Directors. Said Director(s) shall be elected annually.

The name(s) and address(es) of the persons who shall serve as director(s) of the corporation until the first annual meeting of the shareholders is (are) as follows:

Scott Slayback 9240 Soputh Highway 17-92, Maitland, Florida 32751
Gene Webb, 7715 Range Drive, Orlando, Florida 32710

ARTICLE VII.
DIRECTOR & SHAREHOLDER ACTION BY CONSENT

Any corporate action upon which a vote of directors or shareholders is required or permitted may be taken without the physical presence of said directors or shareholders to vote, if they concur with the action taken by written consent.

ARTICLE VIII.
INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent; and any former officer, director, employee, or agent, to the full extent permitted by law, as to any civil or criminal suit related to his/her actions on behalf of the corporation.

ARTICLE IX.
INITIAL REGISTERED OFFICE AND AGENT

The address of this corporation's initial registered office shall be: 9240 South Highway 17-92, Maitland, Florida 32751.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: Scott Slayback.

ARTICLE X.
INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is: SCOTT SLAYBACK, 9240 South highway 17-92, Maitland, Florida 32751.

ARTICLE XI.
AMENDMENT

This corporation reserves the right to amend or repeal any provisions of these Articles of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

Scott Slayback Incorporator.
SCOTT SLAYBACK

STATE OF FLORIDA:
COUNTY OF ORANGE:

On November 30, 1994; SCOTT SLAYBACK; designated above as the individual who shall serve as the corporation's initial incorporator; personally appeared before me and signed and acknowledged signing these Articles of Incorporation of RADIO 2000, INCORPORATED.



CAROL A. WARREN
My Commission CC304783
Expires Aug. 17, 1997
Bonded by HAI
800-422-1888

Carol A. Warren
NOTARY PUBLIC

FILED
JAN 18 AM 11:04
TALLAHASSEE, FLORIDA

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

Pursuant to Chapters 48.091 and 607.0501, Florida Statutes, the following is submitted:

RADIO 2000 INCORPORATED, a Florida Corporation, with initial registered office at 9240 South Highway 17-92, Maitland, Florida 32751 has named as its registered agent to accept service of process within this state; SCOTT SLAYBACK.

ACKNOWLEDGMENT AND ACCEPTANCE

Having been named as the Registered Agent for the above Corporation for the purpose of accepting service of process at the registered office designated by this certificate, I hereby accept such appointment and acknowledge that I am familiar with, and accept the obligations and responsibilities of such office as provided for in Florida Statute 607.0505.

Scott Slayback
Scott Slayback
Registered Agent