

P95000054825

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BASIC AMENDMENT

MERIDIAN BROADCASTING, INC.

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
MERIDIAN BROADCASTING, INC.

SECRETARY OF STATE
AT TALLAHASSEE, FLORIDA

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Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act (the "Act"), the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the Corporation is MERIDIAN BROADCASTING, INC. (the "Corporation"), Charter #P95000054825.

2. The following Amendment to the Articles of Incorporation was adopted by the Written Consent of the Sole Director of the Corporation on July 1, 2005 in the manner prescribed by Section 607.10025 of the Act.

3. Article 5 of the Corporation's Articles of Incorporation is hereby deleted and replaced by a new Article 5, as follows:

"5. **SHARES.** The shares of capital stock of the Corporation, all of which shall be fully paid and non-assessable, shall consist of Fifteen Thousand (15,000) shares of common stock, par value of One Dollar (\$1.00) per share and may be issued by the Corporation, as, when and for such consideration as may be fixed from time to time by the Board of Directors.

The authorized shares of common stock shall be divided into two classes, Class A and Class B. Class A shall consist of Seven Thousand Five Hundred (7,500) shares of common stock. Class A shares shall have voting rights on all matters on which shareholders shall have a right to vote.

Class B shall consist of Seven Thousand Five Hundred (7,500) shares of common stock. Class B shall have no voting rights.

Each share of Class A and Class B common stock shall represent an equal interest in the equity of the Corporation. Each share of Class A and Class B common stock shall have equal rights to dividends and upon liquidation of the Corporation, to liquidation proceeds."

4. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.

5. The effective date of this amendment shall be upon the filing of these Articles of Amendment.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to Articles of Incorporation of MERIDIAN BROADCASTING, INC. as of this 1st day of July, 2005.

MERIDIAN BROADCASTING, INC.
a Florida corporation

By: 
Print Name: Joseph C. Schwab
Title: Director