

P95000087769

Florida Department of State
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From: Karen L. DiDea (Direct Dial No. 407/418-6462)

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ATTORNEY NO. 424
CLIENT NO. 019343
MATTER NO. 51328

PLEASE ARRANGE FILING OF THESE ARTICLES OF INCORPORATION WITH AN EFFECTIVE DATE OF TODAY, FEBRUARY 18, 2000, AND RETURN EVIDENCE OF THE CERTIFIED COPY TO ME AS SOON AS POSSIBLE.
THANKS! Karen

BASIC AMENDMENT

TIRN BROADCASTING, INC.

Certificate of Status	0
Certified Copy	1
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Amended & Restated

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Articles

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TALLAHASSEE FLORIDA

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
TIRN BROADCASTING, INC.**

**FILED
00 FEB 18 PM 4:56
SECRETARY OF STATE
TALLAHASSEE FLORIDA**

The Articles of Incorporation of TIRN Broadcasting, Inc., a Florida corporation, were filed on November 13, 1995 and assigned Charter No. P95000087769.

The Board of Directors of the corporation has unanimously agreed in a Written Consent to Action of Directors Taken in Lieu of a Special Meeting dated February 18, 2000, that the corporation's Articles of Incorporation be amended and restated, and the directors proposed the Amended and Restated Articles of Incorporation to the shareholders of the corporation.

In a Written Consent to Action of Shareholders Taken in Lieu of Special Meeting dated February 18, 2000, the shareholders of the corporation unanimously agreed to adopt the Amended and Restated Articles of Incorporation, and the number of votes cast for the amendment and restatement was sufficient for approval in accordance with the corporation's Articles of Incorporation and the provisions of Sections 607.1003 and 607.1007 of the Florida Business Corporation Act. Therefore, the Articles of Incorporation of the corporation are amended and restated to read as follows:

ARTICLE I - NAME

The name of this corporation is TIRN Broadcasting, Inc.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office of the corporation shall be 5761 South Orange Blossom Trail, Suite 3, Orlando, Florida 32839-3919, and the mailing address of the corporation shall be Post Office Box 149161, Orlando, Florida 32814-9161.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue ONE MILLION (1,000,000) shares of ONE CENT (\$0.01) par value common stock.

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ARTICLE IV - REGISTERED OFFICE AND AGENT

The street address of the registered office of this corporation shall be 215 North Eola Drive, Orlando, Florida 32801, and the name of the registered agent of this corporation at that address is Cleatous J. Simmons.

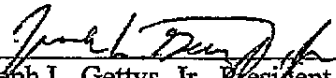
ARTICLE V - BOARD OF DIRECTORS

The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). As eight of the original nine directors of the Corporation have resigned, effective as of February 18, 2000, the name and address of the sole director of the corporation are as follows:

Joseph L. Gettys, Jr.


5761 South Orange Blossom Trail
Suite 3
Orlando, Florida 32839-3919

IN WITNESS WHEREOF, the President of the Corporation has executed these Restated Articles of Incorporation this 18th day of February, 2000.


Joseph L. Gettys, Jr., President

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of TIRN Broadcasting, Inc.


Cleatous J. Simmons
Registered Agent

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