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Attorney and Counselor at Law

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May 3, 1996

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Secretary of State
Corporations Division
Capitol Building
Tallahassee, FL 32304

Re: Sebring Television Corporation

Gentlemen:

Enclosed herewith are the original and duplicate copies of the Articles of Incorporation of the above named corporation. Both the original and copies have been subscribed and acknowledged before a notary public.

Also enclosed is the Certificate appointing the Resident Agent which has been signed and acknowledged.

Enclosed is a check in the amount of \$122.50 to cover filing fee (\$35.00), resident agent designation (\$35.00) and certified copy of charter (\$52.50).

If you find these papers to be in order, I would appreciate your placing your Certificate and endorsing your approval on the copy and returning same to me.

Sincerely,


Frank C. Oberhausen, Jr.

FCO, Jr./tlc
Enclosures

56 MAY -6 AM 10:20
RECEIVED
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

GB 5/10/96

ARTICLES OF INCORPORATION
of
Sebring Television Corporation

STATE OF FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following articles of incorporation:

ARTICLE I - NAME

The name of the corporation is Sebring Television Corporation.

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the Laws of the United States and of this State.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is eight thousand (8,000) shares of common stock, each share having no par value.

ARTICLE IV - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V - REGISTERED OFFICE AND REGISTERED AGENT

The initial place of business of this corporation shall be 128 S. E. Lakeview Dr., Sebring, Fl. 33870. The registered agent of this corporation shall be Frank C. Oberhausen, Jr., whose office at 241 S. Commerce Ave., Sebring, Fl. 33870 shall be the registered office of this corporation.

ARTICLE VI - DIRECTORS

The corporation shall have 2 directors initially, whose names and street addresses are as follows:

Warren Thurow, 128 S.E. Lakeview Dr., Sebring, FL. 33870
Carol Thurow, 128 S.E. Lakeview Dr., Sebring, FL. 33870

The number of Directors may be either increased or decreased from

time to time by the By-Laws.

ARTICLE VII - SUBSCRIBERS

The names and street addresses of the incorporators to these Articles of Incorporation are as follows:

Warren Thurow, 128 S.E. Lakeview Dr., Sebring, FL. 33870
Carol Thurow, 128 S.E. Lakeview Dr., Sebring, FL. 33870

IN WITNESS WHEREOF, we have hereunto set our hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this ____ day of _____, 1996.

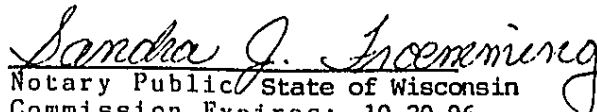

Warren Thurow


Carol Thurow

STATE OF WISCONSIN)
) SS:
COUNTY OF WAUKESHA)

Before me personally appeared Warren Thurow and Carol Thurow who executed the foregoing Articles of Incorporation, and who acknowledged before me that they executed the same for the purposes therein expressed.

Sworn and Subscribed before me in the County and State named above this 3rd day of May, 1996 by Warren and Carol Thurow who are personally known to me or have produced Florida Drivers License as identification.


Notary Public State of Wisconsin
Commission Expires: 10-20-96
Printed Name: Sandra J. Froemming

APPOINTMENT OF RESIDENT AGENT

STATE OF FLORIDA

DEPARTMENT OF STATE

25 MAY - 6 AM 1981

Certificate Designating Place of Business or Domicile for the Service of Process within this State, Naming Agent upon whom process may be served and names and addresses of the officers and Directors.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

Sebring Television Corporation a corporation organized (or organizing) under the laws of the State of Florida with its principal office at 128 S.E. Lakeview Dr., Sebring, FL. 33870 in the City of Sebring, County of Highlands, State of Florida, has named Frank C. Oberhausen, Jr., located at 241 South Commerce Avenue, City of Sebring, County of Highlands, State of Florida, as its agent to accept service of process within this state.

OFFICERS:

Name	Title	Specific Address
Warren Thurow	President	128 S.E. Lakeview Dr., Sebring, FL. 33870
Carol Thurow	Secretary/Treas.	128 S.E. Lakeview Dr., Sebring, FL. 33870
Tim Scott	Vice President	128 S.E. Lakeview Dr., Sebring, FL. 33870

DIRECTORS:

Name	Specific Address
Warren Thurow	128 S.E. Lakeview Dr., Sebring, FL.
Carol Thurow	128 S.E. Lakeview Dr., Sebring, FL.

By:

Warren Thurow

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process: to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by law.

(Resident Agent)