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KIEVIT, KELLY & ODOM
ATTORNEYS AT LAW

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July 25, 1997

Florida Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: 550 AM Broadcasting Corp.
1090 AM Broadcasting Corp.

500002249505--0
-07/28/97--01131-015
***245.00 ***122.50

Gentlemen:

Enclosed for filing and approval are the original and a copy of Articles of Incorporation of the two above-referenced corporations.

Also enclosed is our check in the amount of \$245.00 as filing fee and for a certified copy of each.

Please acknowledge and return a certified copy of each to me.

Thank you for your attention to this matter.

Very truly yours,


Robert W. Kievit

RWK:skh

RWK:C:\OFFICE\BWP\BWP\DOCS\CLIENTS\LETS\ATERA.725

SECRET
FBI
JUL 29 1997

8/7/30/97

EFFECTIVE DATE

7/25/97

ARTICLES OF INCORPORATION
OF
1090 AM BROADCASTING CORP.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL 27 PM 2:11

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation shall be 1090 AM BROADCASTING CORP.

ARTICLE II. PRINCIPAL OFFICE

The initial principal office of the corporation shall be located at, and the mailing address of the corporation shall be, 2070 North Palafox Street, Pensacola, Florida 32501.

ARTICLE III. TERM OF EXISTENCE

The corporation is to exist perpetually commencing on the date of execution of these Articles.

ARTICLE IV. CAPITAL STOCK

The corporation is authorized to issue 7500 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V. INITIAL REGISTERED AGENT AND ADDRESS

The initial registered agent of the corporation is the law firm of KIEVIT, KELLY & ODOM, P.A., 15 West Main Street, Pensacola, Florida, 32501.

ARTICLE VI. INCORPORATOR

The incorporator to these Articles is Michael B. Gliner, whose address is 2212 Inverness Drive, Pensacola, FL 32503.

ARTICLE VII. DIRECTORS

The corporation shall initially have two directors. The number of directors may be increased or decreased from time to time by the bylaws, but shall never be less than one. The initial directors of the corporation shall be Michael B. Gliner and Dara L. Gliner, whose address is 2212 Inverness Drive, Pensacola, Florida 32503.

ARTICLE VIII. AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

The undersigned incorporator has executed these Articles of Incorporation this 25th day of July, 1997.

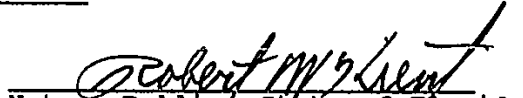

Michael B. Gliner

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 25th day of July, 1997, by Michael B. Gliner, who is personally known to me or produced _____ as identification.



ROBERT W. KIEVIT
My Comm Exp. 10/26/99
Bonded By Service Ins
No. CC492951
Notary Public


Notary Public, State of Florida

Having been named to accept the service of process for the above-stated corporation, at the place designated in this Certificate, the law firm of Kievit, Kelly & Odom, P.A., by its

undersigned President, agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties, and is familiar with and accepts the duties and obligations of Section 607.0505, Florida Statutes.

DATED this 25th day of July, 1997.

KIEVIT, KELLY & ODOM, P.A.

By: _____

Robert W. Kievit, President

RWK:skh:July 18, 1997

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RECEIVED
JUL 25 1997
STATE
CLERK