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July 30, 1998

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

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-08/03/98--01110--013
***122.50 ***122.50

Re: Articles of Incorporation
RADIO PLANNING CONSULTANTS, INC.

Office of Sandra B. Mortham,

Enclosed for registration as a Florida corporation, please find the Articles of Incorporation and Registered Agent's Acceptance, along with payment of \$122.50.

Kindly record same and forward your receipt and Certification to the attention of the Registered Agent or to the undersigned. Your attention and assistance are appreciated.

Very truly yours,


Kenneth Gordon King

Encl
KGK/pp

EFFECTIVE DATE
07-28-98

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

RP
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ARTICLES OF INCORPORATION
OF
RADIO PLANNING CONSULTANTS, INC.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Article I. Name and initial Address.

The name of the Corporation is: **RADIO PLANNING CONSULTANTS, INC.** with its initial business address being: 5140 Cobble Creek Court, #201
Naples, Florida 34110

Article II. Duration.

The Corporation shall exist perpetually commencing on the date of execution and acknowledgement of these Articles.

EFFECTIVE DATE
07-28-98

Article III. Purpose.

This corporation is organized for the purpose of transacting any and all lawful business as determined by its Directors.

Article IV. Capital Stock.

This corporation is authorized to issue One Thousand (1000) shares of capital stock, initially valued at Ten and no/100 dollars (\$10. 00) per share of common stock.

Article V. Rights of Shares of Capital Stock.

Section 1. Dividends

The corporate Directors may declare and pay dividends upon the common shares according to their discretion and valuations.

Section 2. Rights upon Liquidation

In the event of any dissolution or involuntary liquidation, dissolution, sale or other winding up of this Corporation, and after payment or satisfaction of all valid corporate debts, the remaining assets of the corporation shall be payable to and distributed ratably among the shareholders of record of common stock.

Section 3 Voting Rights

Except as otherwise provided at law, the entire voting power for the election of directors, designation of officers, determination of corporate policy and for any and all other acts and purposes of the corporation shall be vested exclusively in the holders of the outstanding common shares, at the rate of one vote per share.

Section 4. Issuance of Capital Stock

Upon majority vote of the shareholders, the Corporation is authorized to issue, dispose of, transfer and increase the issue of capital stock within its treasury or among its shareholders as provided herein and to annually determine the par value of all shares.

Article VI. Preemptive Rights

Every shareholder, upon the sale or issue of additional stock or other transaction affecting the allocation of shares, shall have the right to purchase his/her pro rata share thereof at all times, as nearly as may be done without issuance of fractional shares, at the price at which it is offered or issued to others.

Article VII. Designation of Registered Agent and Registered Office.

The initial Registered Agent of the Corporation shall be: Patrick McGirl and the initial registered mailing address for such purposes shall be: 5140 Cobble Creek Court #201, Naples, Florida 34110.

Article VIII. Initial Board of Directors.

The Corporation shall have as many directors as shall be determined by majority vote of the shareholders or by the By-Laws, but not less than two. The names and addresses of the initial directors of the Corporation, with their initial pro-rata allocation of shares of common stock, are as follows:

Desmond McGirl (Chairman) (500 shares)
5140 Cobble Creek Court #201
Naples, FL 34110

Michael Somich (300 shares)
650 Crowberry Road
Palm Bay, FL 32907

Patrick McGirl (200 shares)
5140 Cobble Creek Court #201
Naples, FL 34110

Article IX. Incorporators.

The name(s) and addresses of the person(s) establishing and signing these Articles in their capacity as incorporators of the Corporation are as follows:

Patrick McGirl
5140 Cobble Creek Court #201
Naples, FL 34110

Desmond McGirl
5140 Cobble Creek Court #201
Naples, FL 34110

Article X. Amendment.

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment thereto, by express majority vote of the shareholders.

IN WITNESS WHEREOF the undersigned subscribers have executed these Articles of Incorporation effective upon this 28th day of July, 1998.


Patrick McGirl


Desmond McGirl

STATE OF FLORIDA
COUNTY OF COLLIER

Before me a Notary Public authorized to take acknowledgements in this state, personally appeared the above named Desmond McGirl, who known to me or producing a Florida driver's license identifying same as the person(s) endorsing the foregoing, acknowledged that signing as a free act and deed in execution thereof on this 28th, day of July, 1998.


Kenneth G. King
My Commission Expires:

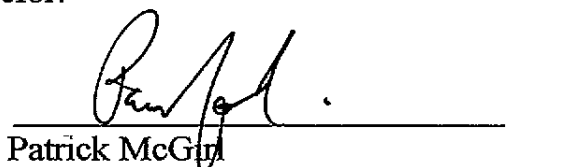


Kenneth G King
My Commission CC636772
Expires April 08, 2001

ACCEPTANCE BY REGISTERED AGENT

I, Patridck McGirl, designated Registered Agent for said corporation, Radio Planning Consultants, Inc., acknowledge that I am familiar with and accept the duties and responsibilities of Registered Agent therefor.

Effective date: July 28, 1998

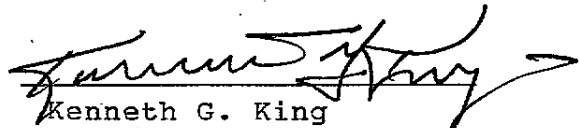

Patrick McGirl
5140 Cobble Creek Court #201 Drive
Naples, Florida 34110

State of Florida }
County of Collier }

The foregoing was acknowledged and endorsed before me a notary public
of said County, State of Florida by the subscribing party(s), to wit: _____

PATRICK MCGIRL

known to me or producing a valid driver's license as identification, on this
28th day of July, 1998.


Kenneth G. King
My Commission Expires



Kenneth G King
My Commission CC636772
Expires April 08, 2001

98 AUG -3 AM 9:22
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS