

P98000070377



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 329379 4303940

AUTHORIZATION : Patricia Pizitz

COST LIMIT : \$ 35.00

99 AUG -4 AM 11:07
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : August 3, 1999

ORDER TIME : 4:32 PM

ORDER NO. : 329379-050

CUSTOMER NO: 4303940

900002949819--4

CUSTOMER: Kathleen Wheeler, Legal Asst
Holland & Knight
Suite 2050
400 North Ashley Drive
Tampa, FL 33602

DOMESTIC FILINGS

NAME: D P MEDIA LICENSE OF PHOENIX,
INC.

C. COULLETTE AUG 04 1999

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN-STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jamela Abaied

EXAMINER'S INITIALS: _____

99 AUG -4 AM 8:49
RECEIVED
OFFICE OF THE SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF DISSOLUTION
OF
D P MEDIA LICENSE OF PHOENIX, INC.**

69
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FILED
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

The undersigned officer of D P Media License of Phoenix, Inc. ("Corporation") desiring to dissolve the Corporation, hereby submits the following in accordance with Section 607.1403, Florida Statutes:

ARTICLE I

The name of the Corporation is D P Media License of Phoenix, Inc.

ARTICLE II

The dissolution of the Corporation was authorized on July 30, 1999.

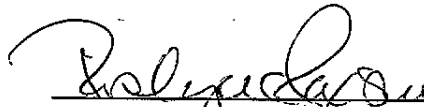
ARTICLE III

The dissolution of the Corporation was approved by a majority of all of the Shareholders, and therefore the number of votes cast for dissolution was sufficient for approval.

ARTICLE IV

These Articles of Dissolution shall be effective upon filing with the Secretary of State.

The undersigned, for the purpose of dissolving D P Media License of Phoenix, Inc. under the laws of the State of Florida, has executed these Articles of Dissolution this 30 day of July, 1999.



Roslyck Paxson, President

CONSENT IN LIEU OF A SPECIAL MEETING
OF THE SOLE SHAREHOLDER OF
D P MEDIA LICENSE OF PHOENIX, INC.

The undersigned, constituting the sole shareholder of D P Media License of Phoenix, Inc. (the "Company"), acting pursuant to Section 607.0704 and 607.1402(6) of the Florida Statutes, waiving all requirements of notice, hereby adopts the following resolutions:

WHEREAS, the best interests of the Company and its shareholder would be served by dissolving the Company; it is

RESOLVED that the Company shall be dissolved as soon as possible; and it is

FURTHER RESOLVED, that the officers are specifically empowered and directed to take all actions necessary to dissolve and liquidate the Company, including, but not limited to the following actions:

- (a) Execute and file the Articles of Dissolution of the Company with the Florida Department of State;
- (b) Collect the Company's assets;
- (c) Make provisions for the discharge of all the Company's liabilities;
- (d) Distribute the Company's remaining property to its shareholder, in exchange for the surrender and cancellation of its shares of the Company's stock;
- (e) Take all other actions necessary to wind up and completely liquidate the Company's business and affairs.

IN WITNESS WHEREOF, the undersigned shareholder of D P Media License of Phoenix, Inc. has executed this consent this 30 day of July, 1999

D P MEDIA OF PHOENIX, INC.



By: Devon W. Paxson

Its: Secretary