

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Amendment, filed on March 8, 2007, to Articles of Incorporation for PAXSON COMMUNICATIONS TELEVISION, INC. which changed its name to ION MEDIA TELEVISION, INC., a Florida corporation, as shown by the records of this office.

The document number of this corporation is P94000080833.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Ninth day of March, 2007



CR2EO22 (01-07)


Kurt S. Brattoning
Secretary of State

The date of each amendment(s) adoption: 2/27/2007

Effective date if applicable: _____
(no more than 90 days after amendment file date)

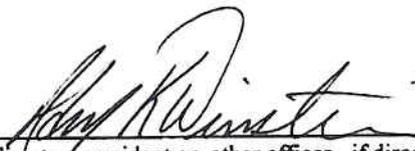
Adoption of Amendment(s) **(CHECK ONE)**

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by

(voting group)"

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signature 
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Adam K. Weinstein
(Typed or printed name of person signing)

Vice President & Assistant Secretary
(Title of person signing)

FILING FEE: \$35

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of PAXSON COMMUNICATIONS TELEVISION, INC., a Florida corporation, filed on November 3, 1994, as shown by the records of this office.

The document number of this corporation is P94000080833.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Third day of November, 1994



CR2EO22 (2-91)

Jim Smith

Jim Smith
Secretary of State

**ARTICLES OF INCORPORATION
OF
PAXSON COMMUNICATIONS TELEVISION, INC.**

94 NOV -3 PM 1:57

The undersigned, acting as incorporator of PAXSON COMMUNICATIONS TELEVISION, INC., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

PAXSON COMMUNICATIONS TELEVISION, INC.

ARTICLE II. ADDRESS

The mailing address of the corporation is:

18401 U.S. Highway 19, North
Clearwater, Florida 34624

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence at 8:00 A.M. on the date of filing of these Articles of Incorporation.

ARTICLE IV. PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$.01 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 18401 U.S. Highway 19 North, Clearwater, Florida 34624, and the name of the corporation's initial registered agent at that address is William L. Watson.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial director is:

<u>Name</u>	<u>Address</u>
Lowell W. Paxson	700 Spottis Woode Lane Clearwater, Florida 34624

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
William L. Watson	18401 U.S. Highway 19, North Clearwater, Florida 34624

The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE IX. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 2ND day of November __, 1994.



William L. Watson, Incorporator

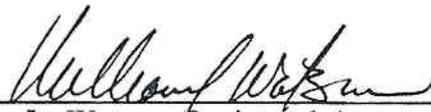
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That PAXSON COMMUNICATIONS TELEVISION, INC., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 18401 U. S. Highway 19, North, City of Clearwater, State of Florida, has named William L. Watson, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with, and accept, the obligations of that position.



William L. Watson, Registered Agent