

FILED

SEP 9 2002

OKLAHOMA SECRETARY
OF STATE

ARTICLES OF ORGANIZATION
OF
BEACON BROADCASTING, LLC

TO THE SECRETARY OF STATE OF THE STATE OF OKLAHOMA:

The undersigned, for the purpose of organizing a limited liability company pursuant to the requirements of the Oklahoma Limited Liability Company Act, as it may be amended from time to time, does hereby execute and file these Articles of Organization, as follows:

FIRST: The name of the limited liability company being formed (the "Company") is:

Beacon Broadcasting, LLC

SECOND: The street address of the Company's principal place of business is:

1028 South Portland Avenue
Oklahoma City, Oklahoma 73108

The name and address of the Company's registered agent in the State of Oklahoma are:

James D. Kallstrom
1600 Bank of Oklahoma Plaza
201 Robert S. Kerr Avenue
Oklahoma City, OK 73102

THIRD: The duration of the Company shall be perpetual, unless its existence is sooner terminated pursuant to the Company's Operating Agreement or as may be required by law.

FOURTH: The rights and obligations of the members and any managers of the Company and the rules for governance of the Company shall be as set forth in the Operating Agreement of the Company, as the same may be amended from time to time.

FIFTH: The authority of the members and managers of the Company are subject to certain restrictions contained in the Company's Operating Agreement, and persons dealing with members or managers of the Company shall be deemed to have knowledge of all such restrictions.

IN WITNESS WHEREOF, the undersigned does certify, make, and acknowledge these Articles of Organization as of this 9th day of September, 2002.


Armand Paliotta