

# State of Florida



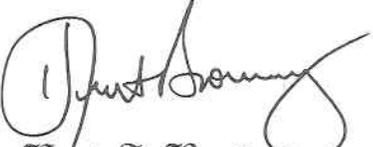
## Department of State

I certify the attached is a true and correct copy of the Articles of Amendment, filed on November 25, 2008, to Articles of Incorporation for PAXSON COMMUNICATIONS OF DALLAS-68, INC. which changed its name to ION MEDIA OF DALLAS, INC., a Florida corporation, as shown by the records of this office.

The document number of this corporation is P94000085164.

Given under my hand and the  
Great Seal of the State of Florida  
at Tallahassee, the Capitol, this the  
Second day of December, 2008



  
Kurt S. Bronning  
Secretary of State

**ARTICLES OF AMENDMENT  
OF THE ARTICLES OF INCORPORATION OF  
PAXSON COMMUNICATIONS OF DALLAS-68, INC.**

Pursuant to Section 607.1006 of the Florida Business Corporation Act, the Articles of Incorporation of PAXSON COMMUNICATIONS OF DALLAS-68, INC. (the "Corporation"), are hereby amended according to these Articles of Amendment:

**FIRST:** The name of the Corporation is PAXSON COMMUNICATIONS OF DALLAS-68, INC.

**SECOND:** Article 1 of the Articles of Incorporation of the Corporation is amended to read as follows in its entirety:

"The name of the Corporation is ION MEDIA OF DALLAS, INC."

**THIRD:** The foregoing amendment was adopted by the written consent of the sole shareholder of the Corporation on November 10, 2008 and the number of votes cast for the amendment was sufficient for approval.

**IN WITNESS WHEREOF**, the undersigned officer of the Corporation has executed this instrument this 21<sup>st</sup> day of November, 2008.

By:   
William L. Watson, Secretary

**FILED**  
08 NOV 25 AM 9:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# State of Florida



## Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of PAXSON COMMUNICATIONS OF DALLAS-68, INC., a Florida corporation, filed on November 22, 1994, as shown by the records of this office.

The document number of this corporation is P94000085164.

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



CR2EO22 (2-91)

A handwritten signature in cursive script that reads "Jim Smith".

Jim Smith  
Secretary of State

**ARTICLES OF INCORPORATION  
OF  
PAXSON COMMUNICATIONS OF DALLAS-68, INC.**

**FILED**

NOV 22 PM 12:57

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator of PAXSON COMMUNICATIONS OF DALLAS-68, INC., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of the corporation is:

PAXSON COMMUNICATIONS OF DALLAS-68, 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 21 day of November \_\_, 1994.

  
William L. Watson, Incorporator

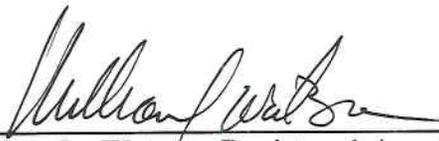
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

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

That PAXSON COMMUNICATIONS OF DALLAS-68, 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