



APPLICATION FOR REGISTRATION OF FOREIGN LIMITED LIABILITY COMPANY

(Instructions on back of application)

SECRET

NOV 23 AM 11:10
STATE OF IDAHO

FILED

1. The name of the limited liability company is: Marathon Media Group, L.L.C.

2. If the name of the limited liability company is not permissible or is not available in Idaho, the name the foreign limited liability company will use in Idaho is: n/a

3. The jurisdiction under whose laws the limited liability company is organized is Delaware, and the date of its formation was October 21, 1999

4. The name and address of the registered agent in Idaho is: C T Corporation System
300 North 6th Street, Boise, Idaho 83702

5. The address of the limited liability company's office in the jurisdiction under whose laws it is organized is: 1209 ORANGE ST WILMINGTON DE 19801

6. The address of the limited liability company's principal office, if other than the address in #5 above, is: 980 N. Michigan Avenue, Suite 1880, Chicago, IL 60611

7. The address to which correspondence should be addressed is: Same as above

8. Signature of a manager, if any, or a member if there are no managers.

B. Buzil

Bruce Buzil, Executive VP of Marathon Media, Inc.,
General Partner of Marathon Media, L.P.
Typed or Printed Name
Manager Member

Secretary of State use only
IDAHO SECRETARY OF STATE
11/22/1999 09:00
CK: 107140993 CT: 21069 DN: 268177
1 @ 100.00 = 100.00 RESFORGLLC # 3
1 @ 20.00 = 20.00 EXPEDITE C # 4

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Office of the Secretary of State

Nov 22 12 22 PM '99

SECRETARY OF STATE
STATE OF DELAWARE

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MARATHON MEDIA GROUP, L.L.C." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTEENTH DAY OF NOVEMBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



Handwritten signature of Edward J. Freel in cursive.

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0090791

DATE: 11-18-99