

CERTIFICATE OF CONVERSION
TO
LIMITED LIABILITY COMPANY
OF
GEORGIA TELEVISION COMPANY
CONVERTING INTO
GEORGIA TELEVISION, LLC

DRAFT

This Certificate of Conversion of Georgia Television Company dated as of March _____, 2013 is duly executed and filed to convert Georgia Television Company into a limited liability company under the Delaware Limited Liability Act.

1. The name of the corporation immediately prior to 11:59 p.m. on March 31, 2013 (the “Effective Date” of this Certificate of Conversion) is Georgia Television Company.

2. The date on which the original Certificate of Incorporation of Georgia Television Company was filed with the Secretary of State of the State of Delaware is April 24, 1985.

3. As of the Effective Date, the name of the limited liability company shall be Georgia Television, LLC.

4. The conversion has been approved in accordance with the provisions of Section 266 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion as of the date first above written.

GEORGIA TELEVISION COMPANY

Shauna Sullivan Muhl
Secretary