

1704-602  
Kler left

RESOLUTIONS  
SHAREHOLDERS

**CERTIFICATE OF SECRETARY**

I certify that:


I am the duly qualified and acting Secretary of Texas Television, Inc., a duly organized and existing Texas corporation.

Attached hereto as "Exhibit A" is a true copy of Resolutions duly adopted by the unanimous written consent of the Shareholder and Board of Directors of the Corporation, without a meeting, as of September 20, 2002, which consent was filed with the minutes of the proceedings of the Shareholders and Board of Directors of the Corporation, which written consents of the Shareholder and Board of Directors of the Corporation without a meeting are authorized by the Bylaws of the Corporation.

DATED effective Sept 23, 2002.



James A. Gillece, Secretary



Michael D. McKinnon  
President