

APPLICANT'S ACCT NO.

OSCB: 15-7316 (Rev. 11-72)

84371475

(Line for numbering)

818175

COMMONWEALTH OF PENNSYLVANIA  
DEPARTMENT OF STATE  
CORPORATION BUREAU

Filing Fee: \$75  
AIN-8  
Articles of  
Incorporation—  
Domestic Nonprofit Corporation

Filed this \_\_\_\_\_ day of \_\_\_\_\_  
JUN 08 1984 19\_\_\_\_  
Commonwealth of Pennsylvania  
Department of State

*Special L. Davis*

Secretary of the Commonwealth

(Box for Certification)

In compliance with the requirements of 15 Pa.C.S. §7316 (relating to articles of incorporation) the undersigned, desiring to be incorporated as a nonprofit corporation, hereby certifies (certify) that:

1. The name of the corporation is:

LEHIGH VALLEY COMMUNITY BROADCASTERS ASSOCIATION

2. The location and post office address of the initial registered office of the corporation in this Commonwealth is:

136 North Fifteenth Street

(NUMBER)

(STREET)

Allentown  
(CITY)

(39)

Pennsylvania

18104  
(ZIP CODE)

The corporation is incorporated under the Nonprofit Corporation Law of the Commonwealth of Pennsylvania for the following purpose or purposes:

The corporation shall have unlimited power to engage in and to do any lawful act concerning any or all lawful business for which corporations may be incorporated under the Pennsylvania Nonprofit Corporation Law.

corporation does not contemplate pecuniary gain or profit, incidental or otherwise.

The term for which the corporation is to exist is: in perpetuity

5. The corporation is organized upon a nonstock basis.

6. ~~(Strike out if inapplicable) The corporation shall have no members.~~

7. ~~(Strike out if inapplicable)~~ The incorporators constitute a majority of the members of the committee authorized to incorporate Lehigh Valley Community Broadcasters Association by the requisite vote required by the organic law of the association for the amendment of such organic law. (NAME OF UNINCORPORATED ASSOCIATION)

8. The name(s) and post office address(es) of each incorporator(s) is (are):

NAME	ADDRESS (Including street and number, if any)
Joseph Schmidt Jr	420 North 29th Street, Allentown, PA 18104
Charles James	1933 Eastman Avenue, Bethlehem, PA 18018
Janet James	1933 Eastman Avenue, Bethlehem, PA 18018

9 - 11. See attached sheet.

IN TESTIMONY WHEREOF, the incorporator(s) has (have) signed and sealed these Articles of Incorporation this 4th day of June, 19 84.

Joseph A. Schmidt Jr (SEAL)

Janet James (SEAL)

Charles James (SEAL)

INSTRUCTIONS FOR COMPLETION OF FORM:

- A. For general instructions relating to the incorporation of nonprofit corporations see 19 Pa. Code Ch. 29 (relating to nonprofit corporations generally). These instructions relate to such matters as corporate name, stated purposes, term of existence, authorized share structure, inclusion of names of first directors in the Articles of Incorporation, provisions on incorporation of unincorporated associations, etc.
- B. One or more corporations or natural persons of full age may incorporate a nonprofit corporation.
- C. If the corporation is to be organized upon a stock share basis Paragraph 5 should be modified accordingly.
- D. Optional provisions required or authorized by law may be added as Paragraphs 9, 10, 11 . . . etc.
- E. The following shall accompany this form:
  - (1) Any necessary copies of Form DSCB:17.2 (Consent to Appropriation of Name) or Form DSCB:17.3 (Consent to Use of Similar Name).
  - (2) Any necessary governmental approvals.
- F. 15 Pa.C.S. §7317 (relating to advertisement) requires that the incorporators shall advertise their intention to file or the corporation shall advertise the filing of articles of incorporation. Proofs of publication of such advertising should not be delivered to the Department, but should be filed with the minutes of the corporation.

9. The Corporation is organized exclusively for charitable purposes as such purposes are defined by §501(c)(3) of the Internal Revenue Code ( or the corresponding section of any future Internal Revenue Law of the United States). No part of the net earnings of the Corporation shall inure to the benefit of any individual and no member, director, officer or employee of the Corporation shall receive any pecuniary benefits of any kind except reasonable compensation for services in effecting the corporate purposes. No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation; nor shall the Corporation participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

Any provision of law to the contrary notwithstanding the Corporation may not merge or consolidate with any corporation which is not an exempt organization as defined in §501(c)(3) and §170(b)(1)(A) other than in clauses (vii) and (viii) of the Internal Revenue Code, or their successor provisions, and which has not been in existence and so described for a continuous period of at least 60 calendar months.

In the event the Corporation is dissolved and liquidated the board of directors shall, after paying or making provisions for payment of all of the liabilities of the Corporation, distribute

the corporate property and assets to such organization or organizations as in their judgment have purposes most closely allied to those of this Corporation; provided, however, that the transferee organization or organizations shall then be a qualified tax-exempt charitable organization within the meaning of §501(c)(3) and §170(b)(1)(A) other than in clauses (vii) and (viii) of the Internal Revenue Code or their successor provisions, shall have been in existence and so described for a continuous period of at least 60 calendar months, and shall also be an organization contributions to which are deductible under Sections 170, 2055 and 2522 of the Internal Revenue Code or successor provisions. Any of the property or assets not so distributed shall be disposed of by the court having jurisdiction of the dissolution and liquidation of a Pennsylvania non-profit corporation exclusively to such charitable organization or organizations as are then qualified tax-exempt organizations as defined above.

10. The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

~~The corporation shall not engage in any act of self-dealing~~ as defined in Section 4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal

Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

11. All conditions, qualifications, requirements, privileges and regulations as to membership in the Corporation, including voting rights, shall be fixed and governed by the By-Laws of the Corporation.

85430295

APPLICANT'S ACC'T NO.

JSCB: 15-7905 (Rev. 11-72)

Filing Fee: \$40  
AN-11

Articles of  
Amendment—  
Domestic Nonprofit Corporation

(Line for numbering)

818175  
COMMONWEALTH OF PENNSYLVANIA  
DEPARTMENT OF STATE  
CORPORATION BUREAU

Filed this \_\_\_\_\_ day of \_\_\_\_\_

JUN 03 1985

Commonwealth of Pennsylvania  
Department of State

*William L. Davis*

Secretary of the Commonwealth

(Box for Certification)

In compliance with the requirements of 15 Pa.C.S. §7905 (relating to articles of amendment), the under-  
signed nonprofit corporation, desiring to amend its Articles, does hereby certify that:

1. The name of the corporation is:

LEHIGH VALLEY COMMUNITY BROADCASTERS ASSOCIATION

2. The address of its registered office in this Commonwealth is (~~the Department of State is hereby authorized to~~  
~~accept the following articles of incorporation in the records of the Department~~):

136 N. Fifteenth Street

(NUMBER)

(STREET)

Allentown

(CITY)

Pennsylvania

18104

(ZIP CODE)

3. The statute by or under which it was incorporated is:

Pennsylvania Nonprofit Corporation Law

4. The date of its incorporation is: June 8, 1984

5. (Check, and if appropriate, complete one of the following):

The amendment shall be effective upon filing these Articles of Amendment in the Department  
of State.

The amendment shall be effective on:

(DATE)

at

(HOUR)

6. (Check one of the following):

The amendment was adopted by the members pursuant to 15 Pa.C.S. §7904(a).

The amendment was adopted by the board of directors pursuant to 15 Pa.C.S. §7904(b).

7. The amendment adopted by the corporation, set forth in full, is as follows:

See Addendum "A"

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IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized officer and its corporate seal, duly attested by another such officer, to be hereunto affixed this 28<sup>th</sup> day of May, 1985.

Lehigh Valley Community Broadcasters  
(NAME OF CORPORATION) Association

By:

Cheryl A. Haughey  
(SIGNATURE)

President

(TITLE: PRESIDENT, VICE PRESIDENT, ETC.)

Attest:

James J. [Signature]  
(SIGNATURE)

Secretary

(TITLE: SECRETARY, ASSISTANT SECRETARY, ETC.)

(CORPORATE SEAL)

INSTRUCTIONS FOR COMPLETION OF FORM:

- A. Any necessary copies of Form DSCB:17.2 (Consent to Appropriation of Name) or Form DSCB:17.3 (Consent to Use of Similar Name) shall accompany Articles of Amendment effecting a change of name.
- B. Any necessary governmental approvals shall accompany this form.
- C. If the action was authorized by a body other than the board of directors Paragraph 6 should be modified accordingly.
- D. 15 Pa.C.S. §7906(c) requires that the corporation shall advertise its intention to file or the filing of Articles of Amendment. Proofs of publication of such advertising should not be delivered to the Department, but should be filed with the minutes of the corporation.

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1985 JUN -3 AM 10 02  
DEPT. OF STATE

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ADDENDUM "A"

Articles 12 through 15 shall be added to the Articles of Incorporation to be read as follows:

12. The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

13. The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

14. Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by any organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist, or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and its regulations as they now exist, or as they may hereafter be amended.

15. The corporation shall not be conducted or operated for profit and does not contemplate pecuniary gain or profit, incidental or otherwise.