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WISCONSIN
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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
MIDWEST COMMUNICATIONS, INC.



1. The name of the Corporation is Midwest Communications, Inc.
2. Articles 4 and 5 of the Corporation's Articles of Incorporation are hereby amended to read as follows:

Article 4. The number of shares which it shall have authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class is:

<u>Class</u>	<u>No. of Shares</u>	<u>Par Value per Share</u>
Class A Common Stock	10,000	No Par Value
Class B Common Stock	90,000	No Par Value

Article 5. The preferences, limitations, designations, and relative rights of each class or series of stock, are:


None, except that the Class B Common Stock shall have no voting rights.

3. The foregoing amendment was proposed on February 24, 2011, by the Board of Directors and adopted on February 24, 2011, by the Shareholder, pursuant to Section 180.1003, Wisconsin Statutes.
4. The Shareholder of record as of the date of the amendments shall, within thirty (30) days after the filing of these Articles of Amendment, exchange the shares of Common Stock he currently holds for shares of new Common Stock so that after the exchange the

Shareholder will hold a percentage interest in all of the authorized Class A Common Stock and Class B Common Stock equal to the percentage interest currently held in the outstanding Common Stock of the Corporation.

- 5. This document has a delayed effective date of February 28, 2011.

Executed as of the 25th day of February, 2011.


Ducey E. Wright, President



Drafted By:

Patrick J. Bodden, Esq.
Ruder Ware, L.L.S.C.
P.O. Box 8050
Wausau, WI 54402-8050

Return To:

Cindy M. Dahlke, Paralegal
Ruder Ware, L.L.S.C.
P.O. Box 8050
Wausau, WI 54402-8050

THIS MUST BE RECORDED WITH THE REGISTER OF DEEDS

United States of America

State of Wisconsin — Department of State

To All to Whom These Presents Shall Come, Greeting:

The undersigned, as Secretary of State of the State of Wisconsin, certifies that
Articles of Incorporation
of
MIDWEST COMMUNICATIONS, INC.

of which the attached is a duplicate, was on the date hereof, accepted and filed in my office.

*In Testimony Whereof, I have hereunto set my hand and affixed
my official seal at the Capitol, in the city of Madison, this
.7th day of May A.D., 1961*



REC'D FOR RECORD
MAY 12 1971
4:08 P.M.
ROBERT G. GERNETZKY
Register of Deeds

United States of America

State of Wisconsin

Department of State

M 15999

To All to Whom These Presents Shall Come:

The undersigned, as Secretary of State of the State of Wisconsin, hereby certifies that, on May 7, 1971 Articles of Incorporation were filed in my office, and the filing fee paid, under the provisions of Chapter 180 of the Wisconsin Statutes, which Articles provide:

Name: MIDWEST COMMUNICATIONS, INC.

Registered Office: 529½ Third Street, Wausau, Wisconsin 54401

Capital Stock: 2,500 Shares of Common Stock at no par value

Purposes for which organized: To engage in any lawful activity within the purposes for which corporations may be organized under Chapter 180 of the Wisconsin Statutes.

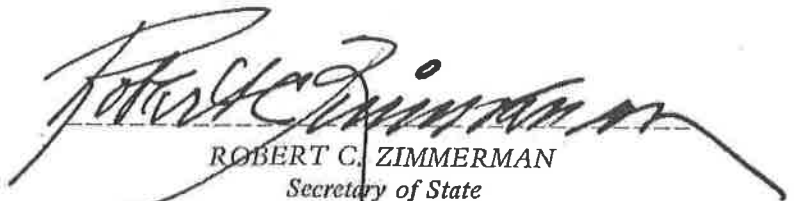
Period of Existence: Perpetual

I further certify that a certificate has been filed in my office to the effect that a duplicate of said Articles, bearing my certificate, was recorded in the office of the Register of Deeds of Marathon County, Wisconsin, on May 13, 1971.

THEREFORE, The State of Wisconsin does hereby grant unto the said corporation the powers and privileges conferred by the Wisconsin Statutes for the purposes stated and in accordance with said Articles.



In Witness Whereof, I have hereunto set my hand and affixed my official seal, at the Capitol, in the City of Madison, on May 25, 1971.


ROBERT C. ZIMMERMAN
Secretary of State

SEE REVERSE FOR MORE INFORMATION

625774

ARTICLES OF INCORPORATION

Executed by the undersigned for the purpose of forming a Wisconsin corporation under Chapter 180 of the Wisconsin statutes:

Article 1. The name of the corporation is **Midwest Communications, Inc.**

Article 2. The period of existence shall be **perpetual.**

Article 3. The purposes shall be **to operate radio broadcasting stations and allied enterprises and to engage in all lawful activities for which corporations may be organized under Chapter 180 of the Wisconsin Statutes.**

Article 4. The number of shares which it shall have authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Class	Series (if any)	Number of Shares	Par value per share or statement that shares are without par value
Common stock	None	2,500	Shares are without par value

Article 5. The preferences, limitations, designation, and relative rights of each class or series of stock, are **None**

Article 6. Address of initial registered office is **529½ Third Street**
The complete address, including **Wausau, Wisconsin 54401**
street and number, if assigned,
and the ZIP Code, must be stated.

Article 7. Name of initial registered agent at such address is **Duoy E. Wright, Jr.**

Article 8. (1) The number of directors constituting the board of directors shall be fixed by by-law but shall not be less than three, or

~~(2) The number of directors constituting the board of directors shall be~~

Strike out (1) or (2). See instruction No. 6

Article 9. ~~The names of the initial directors are:~~

Use of Article 9 optional — See instruction No. 7

Article 10. (Other provisions)



Article 11. These articles may be amended in the manner authorized by law at the time of amendment.

Article 12. The name and address of incorporator (or incorporators) are:

NAME

ADDRESS

(number, street, city and ZIP Code)

Duey E. Wright, Jr.

529 1/2 Third Street

Wausau, Wisconsin 54401

Executed in duplicate on the 5th day of May, 1971

Duey E. Wright, Jr.
Duey E. Wright, Jr.

STATE OF WISCONSIN

County of Marathon

SS.

Personally came before me this 5th day of May, A. D. 1971

the above named Duey E. Wright, Jr.

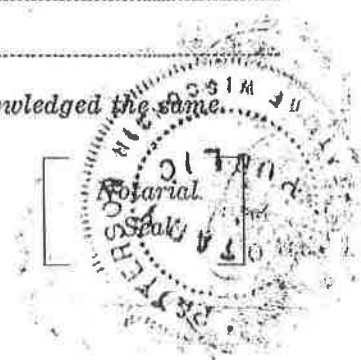
to me known to be the person.... who executed the foregoing instrument, and acknowledged the same.

C. Duane Patterson

C. Duane Patterson, Notary Public

Marathon County, Wisconsin

My Commission expires is permanent.



This document was drafted by

C. Duane Patterson

(Name of Person)

Please print or type

Please fill in the name and address called for on Page 4.

STATE OF WISCONSIN
DEPARTMENT OF STATE
FILED

MAY 7 1971

ROBERT G. ZIMMERMAN
SECRETARY OF STATE

(VOL) 24 PAGE 510

INSTRUCTIONS AND SUGGESTIONS

- 1. Article 1. The name MUST contain "Corporation," "Incorporated," or "Limited," or the abbreviation of one of those words.
- 2. Article 2. Insert "perpetual" or insert any limitation desired.
- 3. Article 3. May show definite purposes or may use language to the effect that the corporation may engage in any lawful activities authorized by Chapter 180.

(The statute expressly states that it is NOT necessary to enumerate the powers.)

4. Article 5. This means, in substance, that this article must show all the rights, privileges, and restrictions as between classes of stock and as between series of stock in any class. If desired, a provision may be inserted authorizing the directors to fix the variations in rights as to series of any class. If none so state.

5. Articles 6 and 7. The corporation must have a registered office and a registered agent at such office. CHANGE OF REGISTERED OFFICE OR AGENT may be accomplished only by filing change of registered office or agent, or by amendment to the articles of incorporation, with this department; and then recording the document in the office of the register of deeds for the county of the registered office. If a change is being made to a different county, then the change document must be recorded in both counties, and also the articles of incorporation and all amendments thereto, or restated articles, must be recorded in the new county. The fee for filing the change of registered office or agent with this department is \$5. Request either change of registered office or agent forms, or amendment forms.

6. Section 180.32 (1) of the Statutes permits a choice in the wording of Article 8. The number of directors may be fixed by the articles (not less than three), or the articles may provide that the number shall be fixed by the by-laws, but shall not be less than three. Use either (1) or (2), and strike out the other.

7. Section 180.32 (1) also provides that the initial board of directors may be named in the articles of incorporation; if you decide to do this, you must list the names in article 9. If you do not name the initial board, strike out article 9.

8. Article 10 is provided as a place in which to insert any desired material such as restricting preemptive rights, stock-transfer restrictions, quorum provisions, etc.

9. The number of incorporators is unlimited; there may be only one or there may be as many as desired, but each person named in article 12 must sign, and each signature must be acknowledged.

10. Articles must be executed and sent to the Secretary of State, Madison 53702, in duplicate original — one to be filed in his office, and one which will be certified and returned and which must be recorded in the office of the register of deeds of the county wherein the registered office is located. Corporate existence will commence when articles are left for record with the register of deeds.

11. FEES. If par value stock is \$40,000 or less, \$40. If the par value stock is more than \$40,000, the fee is \$1 per \$1,000. For stock of no par value, 2000 shares or less, \$40; more than 2000 shares, 2¢ per share. If stock of par value and stock of no par value, \$1 per \$1,000 on the par value stock plus 2¢ per share on the no par stock; minimum fee, \$40.

12. Section 59.513 (3) Wisconsin Statutes provides that this document shall not be recorded unless the name of the person who, or the governmental agency which, drafted it is printed, typewritten, stamped or written thereon in a legible manner.

The statement printed on this document, if completed, complies with this provision. This must be completed on each of the duplicate originals.

625774

ARTICLES
of
INCORPORATION

REGISTRY OFFICE
Marathon County, Wis.
Received for recording
day of 1971 MAY 12 PM 4 03
at _____ of _____
in Vol. 24 of _____
on page 517
J. A. B. v. Patterson
Register

Filed By:

Name:

Address:

zip code

chg 5.50