

ARTICLES OF INCORPORATION

OF

BOTT RADIO NETWORK, INC.

The undersigned natural person of the age of 21 years or more, acting as incorporator of a corporation, hereby forms and establishes a corporation not for profit under the laws of the State of Kansas.

FIRST: The name of the corporation is:

BOTT RADIO NETWORK, INC.

SECOND: The period of duration is perpetual.

THIRD: The specific and primary purposes for which this corporation is formed, and for which it shall be primarily administered and operated, are to receive, administer, and expend funds for religious, charitable, educational, civic, and cultural purposes, and otherwise to promote the welfare of communities that may be benefitted by its activities, within the meaning of Section 501(c)(4) of the Internal Revenue Code of 1986.

In pursuit of these purposes, the corporation may assist, by contributions of money, goods or services, other organizations that are exempt from income tax under Section 501(c)(3) or Section 501(c)(4) of the Internal Revenue Code of 1986; and may engage in any and all lawful activities for which corporation may be organized under the laws of the State of Kansas incidental to the foregoing purposes except as restricted herein.

In order to accomplish the foregoing purposes, and for no other purpose or purposes, this corporation shall also have all of the powers granted to nonstock corporations by the General Corporation Law of the State of Kansas; provided, however, that this corporation shall not, engage in any activities or exercise any powers that would cause the purposes set forth in this Article THIRD to fail to be the primary purposes of the corporation.

FOURTH: The corporation shall have no authority to issue capital stock, and shall have no members.

FIFTH: No part of the net income of the corporation shall inure to the benefit of or be distributable to its directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of the purposes and objects set forth in Article THIRD hereof.

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SIXTH: (a) The activities of the corporation shall be carried on through its Board of Directors; the manner of their election or appointment, other than the initial Board of Directors provided for herein, shall be provided in the Bylaws. Elections of directors need not be by written ballot. The Board of Directors shall have the power to adopt, amend, or repeal Bylaws.

(b) No director of the corporation shall be liable to the corporation for monetary damages for any breach of his fiduciary duty as a director; provided, that this paragraph shall not eliminate any liability of a director (i) for any breach of the director's duty of loyalty to the corporation; (ii) for acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of the law; (iii) under K.S.A. Section 17-6424, for unlawful payments of dividends or unlawful stock purchases or redemptions; or (iv) for any transaction from which the director derived an improper personal benefit.

SEVENTH: The private property of the incorporator, directors, and officers shall not be subject to the payment of corporate debts to any extent whatever.

EIGHTH: Notwithstanding any other provision of these Articles, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from tax under Section 501(c)(4) of the Internal Revenue Code of 1986.

NINTH: Upon the dissolution of the corporation or the winding up of its affairs, the assets of the corporation shall be distributed for the corporation's purposes.

TENTH: The address, including the street and number, of its initial registered office is 10550 Barkley Street, Overland Park, County of Johnson, Kansas 66207, and the name of its initial registered agent is Sherley E. Bott.

ELEVENTH: The corporation reserves the right to amend, change or repeal any provision contained in these Articles of Incorporation or to merge or consolidate this corporation with any other nonprofit corporation in the manner now or hereafter prescribed by statute, provided, however, that any such action shall be calculated exclusively to carry out the objects and purposes for which the corporation is formed, and all rights herein conferred or granted shall be subject to this reservation.

TWELFTH: The number of directors constituting the initial Board of Directors is four (4), but the number of directors may be increased or decreased in the manner set forth in the bylaws, provided that the number shall not be less than one. The names and addresses of the persons who are to serve as the initial directors are:

<u>NAME</u>	<u>ADDRESS</u>
Richard P. Bott	10550 Barkley Street Overland Park, Kansas 66212
Sherley E. Bott	10550 Barkley Street Overland Park, Kansas 66212
Richard P. Bott, II	10550 Barkley Street Overland Park, Kansas 66212
Charles Lambert	10550 Barkley Street Overland Park, Kansas 66212

THIRTEENTH: The name and address of the incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
Charles M. Watkins	1747 Pennsylvania Avenue, N.W. Suite 1000 Washington, D.C. 20006

Dated: May 22, 1996

Charles M. Watkins
Incorporator

District of Columbia)
) ss:

I, ^{C.} Teresa Martin, a Notary Public, hereby certify that on the 22nd day of May, 1996, personally appeared before me Charles M. Watkins, who is known to me, and who signed the foregoing document as incorporator.

Teresa C. Martin
Notary Public

My commission expires: 10-31-99

(rev. 5/22/96)