

COMMONWEALTH OF VIRGINIA

COUNTY OF MONTGOMERY

This is to certify that on the 20th day of November, 1992 before me, a notary public of said County and Commonwealth, the persons below appeared before me and executed the foregoing Articles of Incorporation.

In testimony whereof, I here unto set my hand and affix my official seal the day and year first above mentioned.

Date 11/20/92

Doyle L. Whitford
Notary Public

My Commission Expires 9/30/92

ARTICLES OF INCORPORATION OF
POSITIVE ALTERNATIVE RADIO, INC. (VA.)

A NON-PROFIT, NON-STOCK CORPORATION

We, the undersigned natural persons, being of the age of 18 years or more, acting as incorporators under the laws of the Commonwealth of Virginia contained in Ch. 10 Title 13 A state as follows:

1. The name of the corporation is Positive Alternative Radio, Inc.
2. The period of duration of the corporation shall be perpetual.
3. The purposes for which the corporation is organized are scientific, education, and charitable purposes within the meaning of Section 501 (c))3) of the Internal Revenue Code of 1954, and in this connection, to build and operate educational AM, FM, and television stations and to conduct educational workshops, to assist in the development of educational programs for local public schools, colleges, and universities, to conduct educational outreach ministry by producing and/or distributing tracts, Bibles, literature, books and television time for religious programming, to conduct seminars; hold radiothons and television promotions; to support missionary work as funds are available; and in order properly to prosecute the objects and purposes above as set forth, the corporation shall have full power and authority to purchase, lease, and otherwise acquire, own, mortgage, convey, and otherwise dispose of all kinds of property, both real and personal, both in this State and in all other States, territories and dependencies of the United States, and generally to perform all acts which may be deemed necessary or expedient for the proper and successful prosecution of the objects and purposes for which the corporation is created, but not for the pecuniary profit or financial gain of its directors or officers except as permitted by law. In furtherance of its corporate purposes, the corporation shall have all the general powers as allowed in the corporate code of Virginia for non-stock corporations.

The corporation is constituted so as to attract substantial support from contributions, directly or indirectly, from a representative number of persons in the community in which it operates and has not been formed for pecuniary profit or financial gain, and no part of the assets, income, or profit of the corporation is distributable to or insures to the benefit of its directors or officers except to the extent permitted by law. No substantial part of the activity of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income

tax under Section 501 (c) (3) of the Internal Revenue code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

4. The corporation shall have no members.

5. The Directors of the corporation shall be elected as provided in the By-Laws

6. The address of the initial registered office of the corporation is 145 Jackson St. Blacksburg, Montgomery County, Virginia 24063, and the name of the initial registered agent and director at that address is Vernon H. Baker, and is a resident of Virginia.

7. The number of Directors constituting the initial Board of Directors shall be three; and the name and address of each person who is to serve as Director until the first meeting of the corporation or until his successor shall be elected and qualified. These same Directors shall serve as incorporators:

Vernon H. Baker 145 Jackson St., P.O. Box 889
Blacksburg, Montgomery Co., Va. 24063

Edward A. Baker 400 Alleghany St.
Blacksburg, Montgomery Co., Va. 24060

Virginia L. Baker 145 Jackson St., P.O. Box 889
Blacksburg, Montgomery Co., Va. 24063

8. In the event of dissolution, all the remaining assets and property of the corporation shall, after necessary expenses thereof, be distributed to such organizations as shall qualify under Section 501 (c) (3) of the Internal Revenue Code of 1954, as amended.

9. no part of the net earnings of the corporation shall inure to the benefit of any officer or Director of the corporation.

IN TESTIMONY WHEREOF, we have hereunto set our hand this 20th day of November, 1992.

Vernon H. Baker
Vernon H. Baker

Virginia L. Baker
Virginia L. Baker

Edward A. Baker
Edward A. Baker

RESTATED ARTICLES OF INCORPORATION
OF
POSITIVE ALTERNATIVE RADIO, INC.

1. The name of the corporation is POSITIVE ALTERNATIVE RADIO, INC.

2. The period of duration of the corporation shall be perpetual.

3. The purposes for which the corporation is organized are scientific, educational, and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, and in this connection, to build and operate educational AM, FM, and television stations, satellite uplinks and networks, national and worldwide and to conduct educational workshops, to assist in the development of educational programs for local educational associations, schools and churches, to conduct educational outreach ministry by producing and/or distributing tracts, Bibles, literature, books, radio and television tapes, records, and music; to purchase radio and television time for religious programming; to conduct seminars, hold radiothons and television promotions; to support missionary work as funds are available; and in order properly to prosecute the objects and purposes above as set forth, the corporation shall have full power and authority to purchase, lease, and otherwise acquire, own, mortgage, convey, and otherwise dispose of all kinds of property, both real and personal, both in this State and in all other States, territories and dependencies of the United States, and generally to perform all acts which may be deemed necessary or expedient for the proper and successful prosecution of the objects and purposes for which the corporation is created, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the law. In furtherance of its corporate purposes, the corporation shall have all the general powers enumerated in Chapter 55A, as amended, of the General Statutes of North Carolina.

The corporation is constituted so as to attract substantial support for contributions, directly or indirectly, from a representative number of persons in the community in which it operates and has not been formed for pecuniary profit or financial gain, and no part of the assets, income, or profit of the corporation is distributable to or inures to the benefit of its directors or officers except to the extent permitted by law. No substantial part of the activity of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income

tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law).

4. The corporation shall have no members.

5. The Directors of the corporation shall be elected as provided in the By-Laws.

6. The address of the registered office of the corporation is 707 Leon Street, Durham, Durham County, North Carolina 27704, and the name of the registered agent at that address is Max Mathis.

7. The number of Directors constituting the current Board of Directors shall be three; and the name and address of each person who is to serve as Director until his successor shall be elected and qualified is as follows:

Vernon H. Baker	201D Alleghany Street Blacksburg, Montgomery County, VA 24060
Edward A. Baker	400 Alleghany Street Blacksburg, Montgomery County, VA 24060
Virginia L. Baker	201D Alleghany Street Blacksburg, Montgomery County, VA 24060

8. In the event of dissolution, all the remaining assets and property of the corporation shall, after necessary expenses thereof, be distributed to such organizations as shall qualify under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

9. No part of the net earnings of the corporation shall inure to the benefit of any officer or Director of the corporation.