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AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
GREATER WASHINGTON EDUCATIONAL TELECOMMUNICATIONS  
ASSOCIATION, INC.

On this 15<sup>th</sup> day of February, 2017, pursuant to the District of Columbia Nonprofit Corporation Act of 2010, Title 29, Chapter 4, of the District of Columbia Code the undersigned, being the President of Greater Washington Educational Telecommunications Association, Inc., hereby submits the following to amend and restate the Articles of Incorporation of Greater Washington Educational Telecommunications Association, Inc., a District of Columbia nonstock, nonprofit corporation incorporated on March 19, 1953, filed with the District of Columbia Office of Recorder of Deeds; as amended July 26, 1963; February 8, 1971; and December 22, 1972, filed in a Statement of Election to Accept with the District of Columbia Office of Recorder of Deeds:

FIRST: The name of the corporation is Greater Washington Educational Telecommunications Association, Inc. (the "Corporation").

SECOND: The period of the Corporation's duration is perpetual.

THIRD: The purposes for which the Corporation is organized are as follows:

A. To operate exclusively for charitable and educational purposes, including, but not limited to, the following:

To furnish non-profit and non-commercial educational radio and television services through various means of distribution to the greater Washington, D.C. metropolitan area; to furnish educational online services; and to produce high quality cultural, educational, and news and public affairs programs, and related educational material, for national as well as local distribution.

B. To exercise any powers conferred upon corporations formed under the District of Columbia Nonprofit Corporation Act of 2010 as may be necessary or convenient in order to accomplish the above-described purposes, including, but not limited to, the power to accept donations of money or property, whether real or personal, or any interest therein, wherever situated, or any other thing of value.

FOURTH: The Corporation shall not have members, and shall not issue any capital stock.

FIFTH: The Board of Trustees shall be chosen in the manner provided in the Bylaws.

SIXTH: Except as provided in these Articles of Incorporation, the internal affairs of the Corporation shall be regulated and determined as provided in the Bylaws.

SEVENTH: At all times, and notwithstanding merger, consolidation, reorganization, termination, dissolution or winding up of the Corporation (voluntary or involuntary or by operation of law), or any other provisions hereof:

- A. The Corporation shall not possess or exercise any power or authority, whether expressly, by interpretation or by operation of law, that would pose a substantial risk of preventing it at any time from qualifying and continuing to qualify as an organization described in section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code"), contributions to which are deductible for federal income tax purposes, nor shall the Corporation engage directly or indirectly in any activity that would pose a substantial risk of causing the loss of such qualification under section 501(c)(3) of the Code.
- B. At no time shall the Corporation engage in any activities that are unlawful under the laws of the United States, the District of Columbia or any other jurisdiction where any of its activities are carried on.
- C. No part of the assets or net earnings of the Corporation shall ever be used, nor shall the Corporation ever be organized or operated, for purposes that are not exclusively charitable or educational within the meaning of section 501(c)(3) of the Code.
- D. The Corporation shall never be operated for the primary purpose of carrying on a trade or business for profit.
- E. The Corporation shall not carry on propaganda or otherwise attempt to influence legislation to an extent that would disqualify it for tax exemption under section 501(c)(3) of the Code by reason of attempting to influence legislation. Nor shall the Corporation, directly or indirectly, participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.
- F. No solicitation of contributions to the Corporation shall be made, and no gift, bequest or devise to the Corporation shall be accepted, upon any

condition or limitation that would pose a substantial risk of causing the Corporation to lose its federal income tax exemption.

G. Pursuant to the prohibition contained in section 501(c)(3) of the Code, no part of the net earnings, current or accumulated, of the Corporation shall ever inure to the benefit of any private shareholder or individual.

EIGHTH: Upon the termination, dissolution or winding up of the Corporation in any manner or for any reason, voluntary or involuntary, its assets, if any, remaining after the payment or provision for payment of all liabilities of the Corporation shall be distributed to, and only to, one or more organizations specified in section 501(c)(3) of the Code.

NINTH: The private property of the officers and trustees of the Corporation shall not be subject to payment of debts of the Corporation to any extent whatever.

TENTH: The Corporation shall indemnify any trustee or former trustee of the Corporation as provided in the Bylaws.

ELEVENTH: All references contained in these Articles of Incorporation to the Internal Revenue Code of 1986, or to the "Code," shall be deemed to refer to the Internal Revenue Code of 1986 and to the Regulations established pursuant thereto as they now exist or as they may hereafter be amended. Any reference contained in these Articles of Incorporation to a specific section or chapter of the Code shall be deemed to refer to such section or chapter and the Regulations established pursuant thereto as they now exist or as they may hereafter be amended, and to any corresponding provision of any future United States Internal Revenue law and any Regulations established pursuant thereto.

TWELFTH: The name and address, including street number and zip code, of the registered agent of the Corporation are:

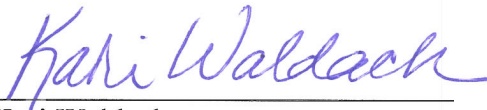
Registered Agent Solutions, Inc.  
1090 Vermont Avenue, N.W., Suite 910  
Washington, D.C. 20005

THIRTEENTH: The number of trustees shall be at least three, or a higher number if established by the Bylaws, and up to the number set forth in the Bylaws.

IN WITNESS WHEREOF, these Amended and Restated Articles of Incorporation have been signed on this 15<sup>th</sup> day of February, 2017, and are acknowledged to be the act and deed of the undersigned.

  
Sharon Percy Rockefeller  
President and Chief Executive Officer

ATTEST:

  
Kari Waldack  
Assistant Secretary