

STATE OF INDIANA  
OFFICE OF THE SECRETARY OF STATE  
SECRETARY OF STATE

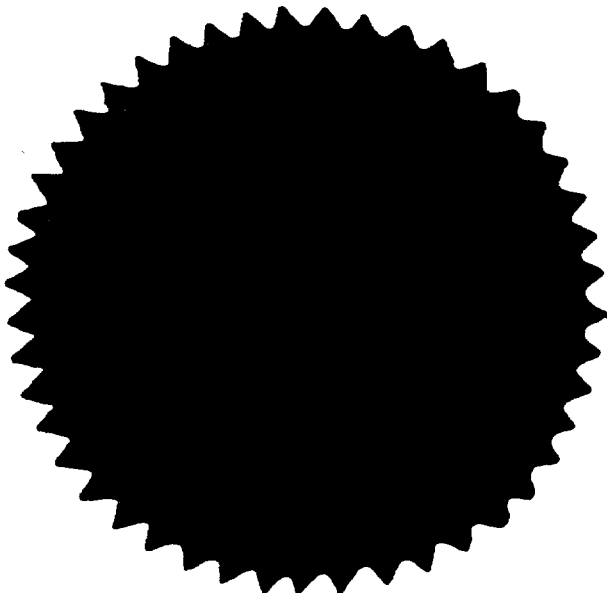
To Whom These Presents Come, Greeting:

WHEREAS, Articles of Incorporation, duly signed and acknowledged having no capital stock, have been filed in the office of the Secretary of State on the 19th day of June, 1968, for the Organization of  
MICHIANA PUBLIC BROADCASTING CORPORATION

under and in accordance with the provisions of an Act entitled:

"An Act concerning Foundations and Holding Companies, approved March 10, 1921, and Acts amendatory thereof and supplemental thereto."

NOW, THEREFORE, I, EDGAR D. WHITCOMB, Secretary of State of the State of Indiana, do hereby certify that said Articles of Incorporation are now of record and on file in this office and the fee of \$13.00 required by law has been received.



In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the City of Indianapolis,

this \_\_\_\_\_ 19th \_\_\_\_\_ day of  
June 68

*Edgar D. Whitcomb*  
Secretary of State,

By \_\_\_\_\_ Deputy

ARTICLES OF INCORPORATION  
OF

MICHIANA PUBLIC BROADCASTING CORPORATION

APPROVED  
AND  
FILED  
JUN 19 1968  
*Edward D. Whitcomb*  
SECRETARY OF STATE OF INDIANA

The undersigned, all of whom are natural persons of lawful age and citizens of the United States of America, do hereby associate themselves together as a body corporate as a foundation under the provisions of and in accordance with Chapter 246 of the Acts of the General Assembly of Indiana for 1921, as amended (hereinafter sometimes referred to as the "Act"), and do therefore adopt, execute and acknowledge the following articles of incorporation:

- 1. The name of this Corporation shall be.

MICHIANA PUBLIC BROADCASTING CORPORATION

- 2. The purpose or purposes for which this corporation is formed are as follows:

To support, co-ordinate, promote, stimulate, encourage, develop operate, and assist charitable, scientific, and educational enterprises in the United States of America.

To purchase, lease, construct, install, maintain, and operate non-commercial, public television and/or radio stations, transmitting and receiving equipment, including relay equipment and all other kinds of equipment, accessories, appliances, devices, and instrumentalities necessary or useful in connection with television and radio broadcasting service.

- 2 -

To broadcast educational programs for in-school and out-of-school use.

To produce and deliver educational programs whenever appropriate by closed circuit or other means as well as by broadcast.

To conduct research in the use of television, radio, and related media of instruction as educational tools.

To explore experimental uses of combined media resources in the educational process.

To otherwise make use of all forms of broadcasting for public enlightenment and in the public interest, convenience, and necessity.

To buy, lease, exchange and otherwise acquire, own or hold, deal in, sell, mortgage or otherwise encumber and dispose of real and personal property and any and all rights thereto and interests therein.

To borrow money, contract debts, and to issue bonds, debentures, debenture bonds, notes or other obligations of this corporation from time to time for any of the objects or purposes of this corporation, and to issue the same without security or to secure the same by mortgage, pledge, deed of trust, or otherwise.

To enter into and make, perform and carry out contracts of every kind and description made for any lawful purpose, without limit as to amount, with any person, firm, association or corporation, either public or private,

or with any municipality, country, state, territory, colony, province, nation, government or agency or subdivision thereof.

To draw, make, accept, endorse, discount, execute and issue promissory notes, drafts, bills of exchange, warrants, and other negotiable or transferrable instruments.

To receive or acquire property by grant, gift, purchase, lease, devise or bequest or otherwise, and to hold, use, enjoy, manage, sell, deal with, lease, pledge, hypothecate, mortgage, and otherwise dispose of or encumber in such manner on such terms and for such considerations as its Board of Directors may determine, any property, real or personal, including shares of stock, bonds and securities of other corporations.

To invest and reinvest its funds in such mortgages, bonds, debentures, stocks and in such other securities and property, real and personal, as its Board of Directors may deem advisable.

To act as trustees under any trusts incidental to the principal objects of this corporation, and to receive, hold, administer, and expend funds and property subject to such trust, and to accept and administer endowments.

To exercise and enjoy any and all rights, powers and privileges of a corporation under the Act as it now exists or may hereafter be amended or supplemented insofar as the same are exercised and enjoyed in a manner not inconsistent with the purposes set forth in the preceding paragraphs.

- 4 -

No part of the net earnings of this corporation shall inure to the benefit of any member of this corporation or to any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes); nor shall any substantial part of the activities engaged in by this corporation or moneys spent by this corporation be directly or indirectly connected with the carrying on of propaganda or the influencing of legislation; nor shall this corporation participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office; nor shall this corporation engage in any activity which would cause this corporation to lose any exempt status under the Internal Revenue Code as existing from time to time or any other act or section thereof wholly or partially exempting such corporation from payment of any federal taxes on income.

3. The period during which the corporation is to continue as a corporation is perpetual.

4. The post office address of the principal office of this corporation is Box 473, Notre Dame, St. Joseph County, Indiana.

5. The name of the resident agent is Dr. John W. Meaney.

6. The post office address of its resident agent is Administration Building, Room 202, University of Notre Dame, Notre Dame, Indiana.

- 5 -

7. The names and place of residence of the persons who shall constitute the first board of directors of the corporation, who shall serve until the next annual meeting of members or until their successors have been appointed or elected are as follows:

- Paul C. Brines, R. R. 4, Elkhart, Indiana
- Mrs. Oliver C. Carmichael, Jr., 110 N. Esther, South Bend, Indiana
- John F. Dille, Jr., 1 Holly Lane, Elkhart, Indiana
- Charles W. Greenleaf, 4545 Winding Waters Lane, Elkhart, Indiana
- W. T. Hamilton, 325 W. North Shore Dr., South Bend, Indiana
- Jerry Hammes, 1909 E. Cedar St., South Bend, Indiana
- J. L. Hesburgh, 1329 E. Washington Ave., South Bend, Indiana
- John W. Houck, 402 E. Peashway, South Bend, Indiana
- Stanley J. Ladd, 723 Dale Ave., Mishawaka, Indiana
- S. T. McTigue, 1113 Fairfax Dr., South Bend, Indiana
- Richard A. Muessel, Jr., 59256 Ironwood Rd., South Bend, Indiana
- Bazil O'Hagan, 15645 Embers Dr., Mishawaka, Indiana
- Arthur R. O'Neil, 52057 Central Ave., South Bend, Indiana
- Margaret M. Place, 2347 Topsfield Rd., South Bend, Indiana
- Harry Rosenstein, 1120 E. Jefferson Blvd., South Bend, Indiana
- W. H. Voll, 53932 Ironwood Rd., South Bend, Indiana
- John Walsh, C.S.C., Dillon Hall, Notre Dame, Indiana
- Jane J. Warner (Mrs. E. Blair), 222 S. Greenlawn, South Bend, Ind.
- Lester M. Wolfson, 17350 Darden Rd., South Bend, Indiana

- 6 -

8. All persons serving on the board of directors of this corporation shall be members of the corporation. Any person, firm, partnership, corporation or association may become a member of this corporation upon application to and approval by the corporation under such rules and regulations as may be established from time to time by the by-laws of the corporation. No membership shall be devisable, inheritable or assignable in the absence of a specific resolution by the board of directors relating to a specific membership unless otherwise provided by the by-laws.

9. The board of directors shall be vested with the power to make, alter, amend or repeal the by-laws of the corporation and to establish such rules and regulations, as they may deem necessary or advisable in the furtherance of the purposes and operations of the corporation including, but not limited to, the determination of (a) the type and conditions of memberships, (b) the time, place and manner of calling, holding and conducting meetings of the members and directors, and (c) the powers, duties, qualifications, term of office and time, place and manner of electing or appointing directors, officers and committees.

10. The number of directors of the corporation shall be thirty-six (36) as specified by the by-laws of the corporation. The by-laws of the corpora-

- 6 -

8. All persons serving on the board of directors of this corporation shall be members of the corporation. Any person, firm, partnership, corporation or association may become a member of this corporation upon application to and approval by the corporation under such rules and regulations as may be established from time to time by the by-laws of the corporation. No membership shall be devisable, inheritable or assignable in the absence of a specific resolution by the board of directors relating to a specific membership unless otherwise provided by the by-laws.

9. The board of directors shall be vested with the power to make, alter, amend or repeal the by-laws of the corporation and to establish such rules and regulations, as they may deem necessary or advisable in the furtherance of the purposes and operations of the corporation including, but not limited to, the determination of (a) the type and conditions of memberships, (b) the time, place and manner of calling, holding and conducting meetings of the members and directors, and (c) the powers, duties, qualifications, term of office and time, place and manner of electing or appointing directors, officers and committees.

10. The number of directors of the corporation shall be thirty-six (36) as specified by the by-laws of the corporation. The by-laws of the corpora-



entities referred to in the preceding sentence in such order as selected by the parties referred to in the preceding sentence.

13. These articles of incorporation may be amended at any time by resolution adopted by the board of directors of this corporation in compliance with the Act under which this corporation is organized.

IN WITNESS WHEREOF, the undersigned incorporators have hereunto set their hands and seals as of this 14th day of June.

(Signed by the following)

Mr. Oscar C. Parmichael  
Jerry Hammes  
James J. Warner (Miss E. Blain)  
Lester M. Welfson  
Stanley J. Ladd  
Bazill O'Hagan  
Thomas P. Bergin  
John St. Douck  
W T Hamilton  
Paul C. Burns

John F. Allen  
Arthur M. Hill  
Stephen T. DeSoye  
W. H. Vall  
Richard B. Murrell  
J. L. Huchings  
Charles O. O'Connell  
Margaret M. Lee  
John Todd  
Harry B. Acosta

ST. JOSEPH CO. INDIANA FILED FOR RECORD

STATE OF INDIANA  
ST. JOSEPH COUNTY

SS: JUL 1 4 28 PM '68  
BOOK PAGE 240  
EDWIN A. KALCZYNSKI  
RECORDER

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Before me, a Notary Public in and for said County and State,  
personally appeared John Walsh, C. S. C., John F. Dille, Jr., and  
Jerry Hammes

INDEXED

the incorporators set forth in the above and foregoing Articles of  
Incorporation and severally acknowledged the execution of the foregoing  
Articles of Incorporation.

IN WITNESS WHEREOF, I set my hand and notarial seal as of  
this 14th day of June, 1968.

*Regina Thompson*  
Notary Public

Regina Thompson



My commission expires:

3/3/70

ST. JOSEPH CO. INDIANA  
FILED FOR RECORD  
JUL 1 4 28 PM '68  
BOOK PAGE 240  
EDWIN A. KALCZYNSKI  
RECORDER

STATE OF INDIANA  
OFFICE OF THE SECRETARY OF STATE

ARTICLES OF AMENDMENT

To Whom These Presents Come, Creeting:

WHEREAS, there has been presented to me at this office, Articles of Amendment for:

MICHIANA PUBLIC BROADCASTING CORPORATION

and said Articles of Amendment have been prepared and signed in accordance with the provisions of the

laws of Indiana,

as amended.

NOW, THEREFORE, I, JOSEPH E. HOCSETT, Secretary of State of Indiana, hereby certify that I have this day filed said articles in this office.

The effective date of these Articles of Amendment is May 07, 1990.

In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the City of Indianapolis, this Seventh day of May, 1990

*Joseph E. Hocsett*  
\_\_\_\_\_  
JOSEPH E. HOCSETT, Secretary of State  
*Christina A. [unclear]*  
\_\_\_\_\_  
[unclear]

