

I 746

ARTICLES OF INCORPORATION

B-35, 160

OF

BUNYANLAND EDUCATIONAL TELEVISION CORPORATION

We, the undersigned, for the purpose of forming a corporation under and pursuant to the provisions of Chapter 317 Minnesota Statutes, known as the Minnesota Nonprofit Corporation Act, do hereby associate ourselves together as a body corporate and adopt the following Articles of Incorporation:

ARTICLE I.

The name of this corporation shall be

BUNYANLAND EDUCATIONAL TELEVISION CORPORATION

ARTICLE II.

(a) The purpose of this corporation shall be to furnish non-profit and non-commercial radio and television broadcasting services to the citizens of North Central and Northwestern Minnesota; and to make available on a contractual basis to educational and cultural institutions of Minnesota and to other individuals and organizations with recognized educational responsibilities, the necessary physical facilities and operational staff to enable such institutions, individuals and organizations to conduct radio and television programs relative to their broad educational and cultural responsibilities.

(b) In furtherance of the foregoing purpose, the corporation shall have, in addition to such other powers as are now or may hereafter be conferred by law on a corporation organized for such purpose under the Minnesota Nonprofit Corporation Act or necessary or incidental to the powers so conferred, the power, subject to such limitations as are or may be prescribed by law, to obtain and hold appropriate Authorizations from the Federal Communications Commission or other governmental regulatory body; to construct, operate and maintain a non-commercial educational radio and television stations to be used primarily

for transmitting, educational, cultural and entertainment programs and for serving the educational needs of the community pursuant to the rules and regulations of the Federal Communications Commission or other governmental regulatory body governing non-commercial educational radio and television stations; to enter into contracts with individuals, institutions, corporations and other organizations for the purpose of carrying out a regular program of non-commercial educational radio and television broadcasting; to acquire by grant, gift, purchase, lease, devise, bequest or otherwise and to hold (in trust or otherwise), 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 Trustees may determine, any property, real or personal, to be used in connection with the construction, operation and maintenance of radio and television stations; to invest and re-invest its funds in such mortgages, bonds, debentures, stocks and in such other securities and property, real and personal, as its Board of Trustees may deem advisable, subject to such terms, conditions and limitations as may be contained in or imposed by any gift, devise, or bequest; to borrow money and contract debts or other obligations in connection with the acquisition of property or otherwise, in aid of any of the purposes of the corporation; and to issue or dispose of its obligations for any amounts so borrowed, and to mortgage, pledge or hypothecate all or any part of its property to secure the payment of its obligations, or of any debt contracted as aforesaid, all as its Board of Trustees may determine.

#### ARTICLE III.

The period of duration of the corporate existence of this corporation shall be perpetual.

#### ARTICLE IV.

The location of the registered office of this corporation in this State shall be Bemidji, Minnesota.

ARTICLE V.

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The members of this corporation shall be such persons as from time to time constitute the Board of Trustees of the corporation and shall have no property rights and, as members, no voting rights. The members of this corporation shall not be liable for any obligations of this corporation of any nature whatsoever nor shall any of the property of the members be subject to the payment of the debts of this corporation to any extent whatsoever

ARTICLE VI.

This corporation shall not afford pecuniary gain, incidentally or otherwise, to its members. No part of the net income or net earnings of this corporation shall inure to the benefit of any member or any individual and no substantial part of its activities shall consist of carrying on propaganda or otherwise attempting to influence legislation.

ARTICLE VII.

The general management of the affairs of the corporation shall be vested in a Board of Trustees consisting of not less than nine (9) or more than thirty-six (36) individuals, who (Except for the first Board of Trustees) shall be elected by the Board of Trustees.

One-third of the Trustees (as nearly as possible) shall be elected each year for a term of three (3) years at the annual meeting of the Board of Trustees; provided, however, that any vacancy in the Board however occurring may be filled at any meeting of the Board of Trustees for the balance of the term in which such vacancy exists and provided further that any additional. Trustee elected upon an increase in the Board of Trustees shall be elected for such initial term as the Board of Trustees may determine at the time of such election. All Trustees shall remain in office until the election and qualification of their successors.

The number of Trustees constituting the first Board of Trustees shall be

nine (9) and their names, addresses and original terms of office shall be as follows:

Stuart A. Blackorby	Superintendent of Schools Warroad, Minnesota 56763
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Harold Fleming	2020 Birchmont Drive Bemidji, Minnesota 56601
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Ray H. Witt	1510 Bixby Avenue Bemidji, Minnesota 56601
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who shall hold office until the annual meeting of the Board of Trustees in 1971,

Kris O. Geisen	109 Westwood Court Bemidji, Minnesota 56601
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Irwin C. Ostlund	Superintendent of Schools Walker, Minnesota 56484
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John L. Yourd	1725 Birch Lane Bemidji, Minnesota 56601
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who shall hold office until the annual meeting of the Board of Trustees in 1972,

John S. Glas	1609 Birch Lane Bemidji, Minnesota 56601
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Vern R. Thomas	2521 Minnesota Avenue Bemidji, Minnesota 56601
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Lowell A. Vaughn	824 Donald Avenue Bemidji, Minnesota 56601
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who shall hold office until the annual meeting of the Board of Trustees in 1973.

Each member of the Board of Trustees shall be a representative of the public at large and not a representative of some institution or group of citizens with which he or she may be affiliated. All members of the Board of Trustees shall serve as such without compensation.

The Board of Trustees may act by and through any committee, the appointment of which shall be authorized and approved by the vote of a majority of the whole number of Trustees.

## ARTICLE VIII.

The officers of this corporation shall be a President, one or more Vice Presidents, a Treasurer and a Secretary. All of said officers shall be elected by the Board of Trustees at their annual meeting and shall hold office until the election and qualification of their successors. The Board of Trustees may employ and appoint such other officers, agents and representatives as may be necessary to conduct the affairs of the corporation. Any two offices, except those of President and Vice President and President and Secretary, may be held by the same person.

## ARTICLE IX.

The name and address of each of the incorporators are:

Lowell A. Vaughn, Bemidji State College, Bemidji, Minnesota 56601

Andrew J. Wells, Bemidji State College, Bemidji, Minnesota 56601  
(also known as Andy J. Wells)

Vern R. Thomas, Bemidji State College, Bemidji, Minnesota 56601

## ARTICLE X.

This corporation shall have no capital stock.

## ARTICLE XI.

Subject to the provisions of the Minnesota Nonprofit Corporation Act, in the event of dissolution or liquidation of this corporation, the property and assets remaining after the payment of its debts shall be distributed in such a manner as the Board of Trustees shall determine for purposes similar to those for which this corporation was organized as set forth in Article II of these

Articles, and, to the extent that this is not practicable, for general educational purposes; and in no event shall any property or assets of the corporation be distributed to any members of the corporation.

INTESTIMONY WHEREOF, we have hereunto subscribed our names this 31st day of July, 1970.

Lowell Vaughn  
Vern R. Thomas  
Andrew J. Wells  
Andrew J. Wells

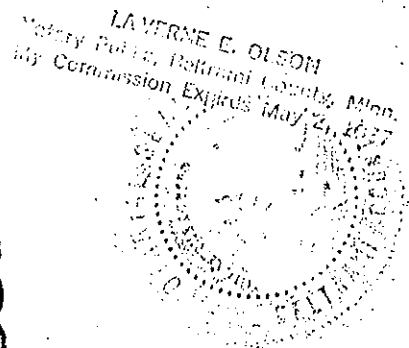
STATE OF MINNESOTA )  
COUNTY OF BELTRAMI) ss.

On this 31st day of July, 1970, personally appeared before me LOWELL VAUGHN, VERN R. THOMAS and ANDREW J. WELLS, to me known to be the persons described in and who executed the foregoing Articles of Incorporation of BUNYANLAND EDUCATIONAL TELEVISION CORPORATION and they acknowledged that they executed the same as their free act and deed, for the uses and purposes therein expressed.

Laverne E. Olson  
NOTARY PUBLIC

STATE OF MINNESOTA  
DEPARTMENT OF STATE  
I hereby certify that the within instrument was filed for record in this office on the 14 day of Oct A. D. 19 70, at 8 o'clock A. M., and was duly recorded in Book B-35 of Incorporations, on page 160  
Joseph L. Donovan  
Secretary of State

-6-  
APPR'D & FILED  
INDEXED  
IND. FILED  
DEX. CHECKED



Indexed -	<input checked="" type="checkbox"/>
Traced -	<input checked="" type="checkbox"/>
Margined	<input type="checkbox"/>
Copied -	<input checked="" type="checkbox"/>
Compared	<input checked="" type="checkbox"/>

220959

OFFICE OF REGISTER OF DEEDS,  
Baltimore County, Minnesota

I hereby certify that this instrument was  
filed in the office of the Register of Deeds on the  
22nd day of October 1970 at 9:00

AM by John A. Sathre, and was

duly returned by John A. Sathre

No. 220959

Martin R. Sathre

*Martin R. Sathre*  
REGISTER OF DEEDS  
DEPUTY



**To All To Whom These Presents Shall Come, Greeting:**

**Whereas**, Articles of Incorporation, duly signed and acknowledged under oath, have been recorded in the office of the Secretary of State, on the     --14th--     day of     October    , A. D. 19  70   for the incorporation of

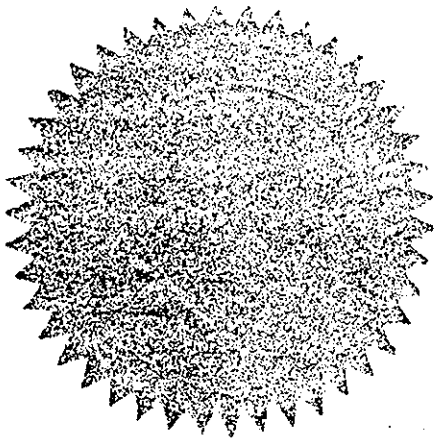
    Bunyanland Educational Television Corporation    

under and in accordance with the provisions of the Minnesota Nonprofit Corporation Act, Minnesota Statutes, Chapter 317;

**Now, Therefore**, I, Joseph L. Donovan, Secretary of State of the State of Minnesota, by virtue of the powers and duties vested in me by law, do hereby certify that the said

    Bunyanland Educational Television Corporation    

is a legally organized Corporation under the laws of this State.



Witness my official signature hereunto subscribed and the Great Seal of the State of Minnesota hereunto affixed this     --fourteenth--     day of     October     in the year of our Lord one thousand nine hundred and     seventy    

*Joseph L. Donovan*  
Secretary of State.



I-746

J-45, 847

ARTICLES OF AMENDMENT OF  
ARTICLES OF INCORPORATION

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, the President and Secretary respectively of BUNYANLAND EDUCATIONAL TELEVISION CORPORATION, a corporation organized under the provisions of Minnesota Statutes, Chapter 317, and acts amendatory thereto, do hereby certify:

That on the 29th day of June, 1976, pursuant to Notice the Board of Directors of said corporation adopted a Resolution amending the Articles of Incorporation of said Corporation as set forth in the following Resolution:

WHEREAS, it is necessary, expedient and advisable that a certain amendment be made to the Articles of Incorporation of BUNYANLAND EDUCATIONAL TELEVISION CORPORATION, filed in the Office of the Secretary of State of the State of Minnesota,

NOW, THEREFORE, BE IT RESOLVED, that Article I of the Articles of Incorporation of BUNYANLAND EDUCATIONAL TELEVISION CORPORATION, be amended in the following particular, to-wit:

ARTICLE I

That Article I be amended to read:

The name of this corporation shall be

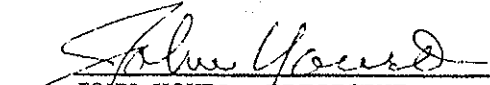
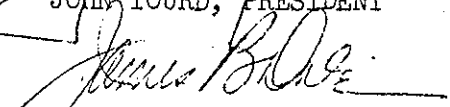
NORTHERN MINNESOTA PUBLIC TELEVISION, INC.

That thereby, the Amendment to the Articles of Incorporation proposed and contained in said resolution was duly adopted by majority vote of the Board of Directors of BUNYANLAND EDUCATIONAL TELEVISION CORPORATION.

Dated this 16th day of July, 1976.

(Corporate Seal)

No Corporate Seal in existence

  
JOHN YOURD, PRESIDENT  
  
JAMES DALE, SECRETARY

WITNESSES:

J-45, 848

Anna M. Summerson

Arnell S. Skitsman

STATE OF MINNESOTA )  
                                  ) ss:  
COUNTY OF BELTRAMI )

On this 16th day of July, 1976, before me, a Notary Public within and for said County, personally appeared JOHN YOURD and JAMES DALE, to me personally known, who being by me first duly sworn, did depose and say that they are the President and Secretary, respectively, of BUNYANLAND EDUCATIONAL TELEVISION CORPORATION, the corporation named in and which executed the foregoing instrument; that the seal affixed to said instrument is the corporate seal of said corporation, and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors; and they acknowledged said instrument to be the free act and deed of said corporation.

242123

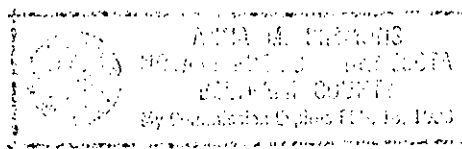
OFFICE OF COUNTY RECORDER  
Beltrami County, Minnesota

I hereby certify that this instrument was filed in this office for record on the 6th day of August A.D. 1976 at 9:00 o'clock A.M. and was duly recorded by

Microfilm No. 242123  
Martin R. Sathre

Ruby A. Butler COUNTY RECORDER  
DEPUTY

Anna M. Summerson  
Notary Public



STATE OF MINNESOTA—DEPARTMENT OF STATE  
I hereby certify that the within instrument was filed for record in this office on the 30 day of July A.D. 1976 at 8 o'clock A.M. and was duly recorded in Book J-45 of Incorporations, on page 847.  
James Anderson Moore  
Secretary of State

*all*

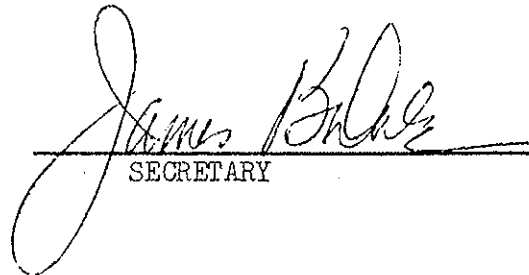
CERTIFIED COPY OF BOARD OF DIRECTORS' RESOLUTION

CERTIFICATE

I, JAMES DALE, Secretary of BUNYANLAND EDUCATIONAL TELEVISION, INC. (hereinafter called the "Corporation"), certify that the following is a Resolution passed by the Board of Directors of the Corporation on June 29, 1976:

RESOLVED: That Article I of the Articles of Incorporation be amended to read: The name of this Corporation shall be NORTHERN MINNESOTA PUBLIC TELEVISION, INC.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Corporation this 29th day of June, 1976.

  
SECRETARY

(SEAL)

No Corporate Seal in existence