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October 19, 2018

Via Hand Delivery

Marlene H. Dortch, Secretary  
Federal Communications Commission  
Office of the Secretary  
445 12th Street, SW  
Room TW-A325  
Washington, DC 20554

**Accepted / Filed**

**OCT 19 2018**

Federal Communications Commission  
Office of the Secretary

**Re: Filing of Documents Pursuant to 47 C.F.R. 73.3613**

Dear Ms. Dortch:


Transmitted herewith on behalf of Bonneville International Corporation are various documents which are being filed pursuant to Section 73.3613 of the Commission's Rules for the following radio stations:

KBLX-FM, Berkeley, CA (FIN 28670)  
KOIT(FM), San Francisco, CA (FIN 6380)  
KMVQ-FM, San Francisco, CA (FIN 1084)  
KUFX(FM), San Jose, CA (FIN 65415)  
KUFX-FM2, Morgan Hill, CA (FIN 65413)  
KHTK(AM), Sacramento, CA (FIN 20352)  
KNCI(FM), Sacramento, CA (FIN 20353)  
KYM(X)FM, Sacramento, CA (FIN 72116)  
KZZO(FM), Sacramento, CA (FIN 65481)

Please direct any questions concerning this matter to the undersigned.

Respectfully submitted,

WILKINSON BARKER KNAUER, LLP

By:   
\_\_\_\_\_  
Patricia M. Chuh

Enclosures

C # 042278

Upon completion of filing,  
Send a copy to:  
Robert A. Johnson  
Bonneville International Corporation  
Broadcast House  
55 North 300 West  
P.O. Box 1160  
Salt Lake City, Utah 84110-1160

State of Utah  
Department of Commerce  
Division of Corporations and Commercial Code

I hereby certify that the foregoing has been filed  
and approved on the 25th day of September 1992  
in the office of this Division and hereby issue  
this Certificate thereof.

Examiner Edwards Date 9-25-92



Gary R. Hansen  
Gary R. Hansen  
Division Director

ARTICLES OF AMENDMENT  
AND RESTATEMENT  
OF THE

ARTICLES OF INCORPORATION

OF

BONNEVILLE INTERNATIONAL CORPORATION

Pursuant to the provisions of the Utah Revised Business Corporation Act, the undersigned corporation hereby adopts the following Articles of Amendment and Restatement of its Articles of Incorporation with the intent that these amended and restated Articles of Incorporation supersede the existing Articles of Incorporation as previously amended:

1. The name of the corporation is Bonneville International Corporation.

2. The following amendment and restatement of the Articles of Incorporation was adopted by the sole shareholder of the corporation on September 16, 1992.

The Articles of Incorporation of the corporation, as previously amended, are hereby amended and restated in their entirety as follows:

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RECEIVED

1992 SEP 25 PM 3:08

STATE OF UTAH

RESTATED

ARTICLES OF INCORPORATION  
OF  
BONNEVILLE INTERNATIONAL CORPORATION

REC-11-11-92

ARTICLE I - NAME

The name of the corporation is Bonneville International Corporation.

ARTICLE II - PURPOSE

The purpose of the corporation is to establish, own, install, maintain and operate radio and television broadcasting stations, to do anything and everything necessary and proper in relation thereto and to engage in any lawful act or activity for which corporations may be organized under the Utah Revised Business Corporation Act, as amended, revised, modified or restated from time-to-time.

ARTICLE III - STOCK

The corporation is authorized to issue only one class of shares, hereby designated as Common Stock. The number of shares of Common Stock that the corporation is authorized to issue is [REDACTED]. The Common Stock shall have unlimited voting rights as provided in the Utah Revised Business Corporation Act, as such Act may hereafter be amended, revised, modified or restated from time-to-time, and shall be entitled to receive the net assets of the corporation upon dissolution. The shareholders of the corporation shall not have preemptive rights to acquire additional shares of the corporation.

ARTICLE IV - DIRECTOR'S LIABILITY

The liability of any director of the corporation to the corporation or its shareholders for monetary damages for any action taken or any failure to take any action, as a director, is hereby eliminated, except as otherwise expressly provided in Section 16-10a-841 of the Utah Revised Business Corporation Act, as such Section or such Act may hereafter be amended, revised, modified or restated from time-to-time. Neither any amendment nor repeal of this Article IV, nor the adoption of any provision in these Restated Articles of Incorporation inconsistent with this Article IV, shall eliminate or reduce the effect of this Article IV in respect of any matter occurring, or any cause of action, suit or

claim that, but for this Article IV, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.

ARTICLE V - EFFECT OF RESTATED ARTICLES OF INCORPORATION

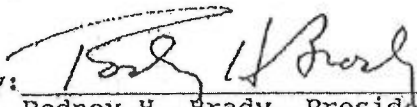
These amended and restated Articles of Incorporation supersede the original Articles of Incorporation of the corporation and all amendments thereto.

3. The number of shares of common stock of the corporation outstanding as of the date the foregoing amendment was approved by the sole shareholder was Three Hundred Fifty (350), no par value. No other class of shares was issued and outstanding.

4. The number of shares of common stock voted for such amendment was Three Hundred Fifty (350). No shares of common stock voted against such amendment.

DATED: September 25, 1992

Bonneville International Corporation

By:   
Rodney H. Brady, President

BYLAWS  
OF  
BONNEVILLE INTERNATIONAL CORPORATION

Revised August 7, 1992

ARTICLE I

Meetings of Shareholders

Section 1. Annual Meetings. The annual meeting of the shareholders of the corporation (the "Shareholders") shall be held on the fourth Friday in May at 10:00 a.m. at the principal office of the corporation unless the Board of Directors of the corporation (the "Board") shall designate a different date, time or place. If such Friday is a legal holiday, the meeting, unless so changed, shall be held on the following day which is not a legal holiday.

Section 2. Special Meetings. In addition to those persons authorized by law to call a special meeting of Shareholders, such meetings may be called by the Chairman of the Board or the President of the corporation. The person(s) calling the special meeting of Shareholders shall designate the date, time, place and purpose(s) of the same.

Section 3. Record Date. The record date to determine the Shareholders entitled (a) to be given notice of a Shareholders' meeting, (b) to take action without a meeting, (c) to demand a special meeting of shareholders, (d) to vote or (e) to take any other action is 5:00 p.m. on the fifteenth business day preceding the meeting.

Section 4. Quorum. If a quorum is not present at any Shareholders' meeting, the persons with the power to vote a majority of the shares represented at such meeting may adjourn the meeting to a specific date.

Section 5. Presiding Officer. Meetings of the Shareholders shall be presided over by the Chairman of the Board, or, if not present, by the Vice Chairman of the Board, or, if neither is present, by a person designated by the Chairman of the Board, or failing such designation, by the President. The Secretary of the corporation, or, if absent, a person designated by the officer presiding at the meeting, shall act as secretary of the meeting.

Section 6. Voting. Upon demand of any Shareholder, the votes upon any question before the meeting shall be made by ballot; otherwise the voting shall be by voice.

## ARTICLE II

### Board of Directors

Section 1. Powers. All powers of the corporation shall be exercised under the authority of, and the business and affairs of the corporation managed under the direction of, the Board, subject to any limitations that may be set forth in the Articles of Incorporation of the corporation.

Section 2. Number. The number of directors of the corporation shall be no more than fifteen and no less than three. The directors may elect from their number a Chairman of the Board and a Vice Chairman of the Board with such authority as may be granted by the Board.

Section 3. Meetings. Meetings of the Board shall be held whenever called by the Chairman of the Board, any Vice Chairman of the Board, the President or a majority of the directors.

Section 4. Lack of Quorum. If a quorum is not present at any meeting of the Board, a majority of the directors present at such meeting may adjourn the meeting to a specific date.

## ARTICLE III

### Officers

Section 1. Officers. The officers of the corporation shall consist of a President, an Executive Vice President, one or more Vice Presidents, a Secretary and a Treasurer. The President may appoint and remove one or more Assistant Secretaries and one or more Assistant Treasurers, and may create such other offices and appoint and remove such other officers and agents as the President desires.

Section 2. Authorities and Duties of Officers. Unless otherwise provided by the Board, the following officers of the corporation shall have the authority and shall exercise the powers and perform the duties specified below and as may be additionally specified by the Board or the President:

(a) President. The President shall be the chief executive officer of the corporation and shall manage the business of the corporation. The President shall from time-to-time make such reports of the affairs of the corporation as the Board may require.

(b) Executive Vice President. The Executive Vice President shall possess the power and may perform the duties of the President in the absence or disability of the President.

(c) Vice President. If so provided by the Board, a Vice President shall possess the power and may perform the duties of the President or the Executive Vice President in their absence or disability.

(d) Secretary. The Secretary shall have responsibility for the preparation and maintenance of the minutes of all meetings of the Board and the Shareholders and other records and information required by the Utah Revised Business Corporation Act, as the same may hereafter be amended, revised, modified or restated from time-to-time, to be kept by the corporation. The Secretary shall have the responsibility of authentication of records of the corporation. The Secretary shall attend to the giving and serving of all notices of the corporation concerning meetings of the directors and of the Shareholders.

(e) Treasurer. The Treasurer shall generally administer all funds and securities of the corporation.

(f) Absence or Disability. In the case of the absence or disability of any officer of the corporation, or for any other reason that the Board may deem sufficient, the Board may delegate, for such time as it deems appropriate, the powers and duties of such officer to any person.

#### ARTICLE IV

##### Indemnification of Officers and Directors and Insurance

Section 1. Indemnification. The corporation shall indemnify, and pay for or reimburse the reasonable expenses incurred by, any person who is or was a director, and, to the same extent as a director, any person who is or was an officer, employee, fiduciary or agent of the corporation, or who, while serving in the indicated relationship to the corporation, is or was serving at the request of the corporation as a director, officer, partner, trustee, employee, fiduciary or agent of another corporation, or other person or of an employee benefit plan, to the fullest extent, except as above stated, permitted by Part 9 of the Utah Revised Business Corporation Act, as the same may hereafter be amended, revised, modified or restated from time-to-time. Neither any amendment nor repeal of this Article IV, nor the adoption of any provision in these Bylaws inconsistent with this Article IV, shall eliminate or reduce the effect of this Article IV in respect of any matter occurring, or any cause of action, suit or claim that, but for this Article IV, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.



Section 2. Insurance. The corporation may purchase and maintain liability insurance on behalf of any person who is or was a director, officer, employee, fiduciary or agent of the corporation, or who, while serving as a director, officer, employee, fiduciary or agent of the corporation, is or was serving at the request of the corporation as a director, officer, partner, trustee, employee, fiduciary or agent of another foreign or domestic corporation or other person, or of an employee benefit plan, against liability asserted against or incurred by him in that capacity or arising from his status as a director, officer, employee, fiduciary or agent, whether or not the corporation would have power to indemnify him against the same liability under applicable law.

AMENDMENT TO THE  
BYLAWS  
OF  
BONNEVILLE INTERNATIONAL CORPORATION

May 20, 2011

This First Amendment to the Bylaws of Bonneville International Corporation (the "Company") was approved and adopted by the Board of Directors of the Company in a meeting of the Board of Directors held on May 20, 2011.

The Bylaws of the Company are hereby amended as follows:

Article III of the Bylaws is hereby deleted and replaced with the following:

"ARTICLE III  
Officers

**Section 3.1. Officers.** The officers of the Corporation shall consist of a President, one or more Vice Presidents, a Secretary, a Treasurer, and such other officers as may be elected by the Board.

**Section 3.2. Authority and Duties of President.** The President shall be the chief executive officer of the Corporation and, subject to the direction of the Board, shall manage the business and affairs of the Corporation.

**Section 3.3. Authority and Duties of Other Officers.** The other officers of the Corporation shall have such duties as are assigned to them by the Board or the President.

**Section 3.4. Absence or Disability.** In case of the absence or disability of any officer of the Corporation, the President or the Board may delegate, for such time as he or it deems appropriate, the duties of such officer to any other person."

  
Secretary

AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
DESERET MANAGEMENT CORPORATION

RECEIVED  
JAN 04 2012  
Utah Div. Of Corp. & Comm. Code

DESERET MANAGEMENT CORPORATION, a Utah corporation (the "Corporation"), does hereby amend and restate its Articles of Incorporation in accordance with the Utah Revised Business Corporation Act (the "Act").

1. The name of the Corporation prior to the filing of these Amended and Restated Articles of Incorporation is: Deseret Management Corporation.
2. The Articles of Incorporation are hereby amended in their entirety as follows:

ARTICLE I - NAME

The name of this corporation is: Deseret Management Corporation

ARTICLE II - PURPOSES AND POWERS

Section 2.1 Purposes. This Corporation is incorporated for any and all lawful purposes for which corporations may be incorporated under the Act.

Section 2.2 Powers. The Corporation shall have and exercise all powers necessary or convenient for the carrying out of any or all of the purposes for which it is incorporated, including the power to deal with all forms of real and personal property, tangible and intangible, wherever located.

ARTICLE III - STOCK

Section 3.1 Number of Shares. The aggregate number of shares of capital stock which the Corporation shall be authorized to issue is [REDACTED] shares, with a par value of [REDACTED] per share.

Section 3.2 Classification; Rights and Preferences. All of the shares of the capital stock of this Corporation shall be voting common and shall have identical rights and preferences.

Section 3.3 Stock Not Assessable. Fully paid shares of capital stock of this Corporation shall not be liable to any call and shall be nonassessable.

ARTICLE IV - REGISTERED AGENT AND REGISTERED OFFICE

The name of the Corporation's non-commercial registered agent is Robert C. Hyde. The address of the non-commercial registered office of this Corporation is 50 East South Temple Street, Suite 400, Salt Lake City, Utah 84111.

J  
01-04-12 10:41:00 AM

## ARTICLE V - LIMITATION ON DIRECTORS' LIABILITY

Section 5.1 Limitation Upon Directors' Liability. To the fullest extent permitted by the Act, as the same now exists or may hereafter be amended, no director of this Corporation shall be personally liable to this Corporation or its shareholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to this Corporation or its shareholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) for actions under Section 16-10-44 of the Act, or (iv) for any transaction from which a director derived an improper personal benefit.

Section 5.2 Amendment or Repeal of Limitation. Any amendment or repeal of this Article V or adoption of any other provision of the Articles of Incorporation which has the effect of increasing director liability shall operate prospectively only and shall not affect any action taken, or failure to act, by a director of this Corporation prior to such amendment, repeal, or other provision becoming effective.

## ARTICLE VI - INDEMNIFICATION

The Corporation shall indemnify each person who is or was a director, officer, employee, or agent of the Corporation or an individual who, while serving in the indicated relationship to the Corporation, is or was serving at the Corporation's request as a director, officer, partner, trustee, employee, fiduciary, or agent of another corporation or other person or of an employee benefit plan, to the fullest extent permitted by the Act.

.....

3. The number of shares of stock of the Corporation outstanding and entitled to vote thereon at the time of such adoption was [REDACTED] shares of common stock and [REDACTED] shares of preferred stock. The designation and number of outstanding shares of the two classes entitled to vote thereon as classes were (a) the [REDACTED] shares of common stock, and (b) the [REDACTED] shares of preferred stock. All such shares were represented through an Action by Written Consent signed by the sole shareholder of the Corporation.
4. The number of shares that voted for such amendment was [REDACTED] shares of common stock and [REDACTED] shares of preferred stock, and the number of shares voted against such amendment was zero.
5. The number of votes cast for the amendment by each voting group entitled to vote separately on the amendment was sufficient for approval by each voting group.

IN WITNESS WHEREOF, the undersigned hereby executes these Amended and Restated Articles of Incorporation this 3<sup>rd</sup> day of January, 2012.

DESERET MANAGEMENT CORPORATION

By: Mark H Willes

Name: MARK H. Willes

Title: President & CEO

Acknowledgement of Registered Agent

The undersigned, Robert C. Hyde, hereby acknowledges that he has been named as registered agent of Deseret Management Corporation, a Utah corporation, and hereby agrees to act as registered agent of said corporation.

Robert C Hyde  
Robert C. Hyde  
Registered Agent  
50 E. South Temple, Suite 400  
Salt Lake City, Utah 84111

BYLAWS  
OF  
DESERET MANAGEMENT CORPORATION

(Amended and Restated as of June 14, 2002)

Article I  
Meetings of the Shareholder

Section 1.1. Annual Meetings. The annual meeting of the Shareholder of the Corporation shall be held at such time and at such place as shall be determined by the Chairman of the Board, by a majority of the directors, or by the Shareholder.

Section 1.2. Special Meetings. In addition to those persons authorized by law to call a special meeting of the Shareholder, such meetings may be called by the Chairman of the Board. The person(s) calling a special meeting of the Shareholder shall designate the time, place and purpose(s) of such meeting.

Article II  
Board of Directors

Section 2.1. Powers. All corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation managed under the direction of, its board of directors (the "Board"), subject to any limitations that may be set forth in the Articles of Incorporation of the Corporation.

Section 2.2. Number. The number of the directors shall be nine (9) until such number is changed by the Shareholder or the Board.

Section 2.3. Chairman of the Board. The Board shall elect from among its members a Chairman of the Board who shall preside at all meetings of the Board and of the Shareholder. The Chairman of the Board shall be authorized to vote on behalf of the Corporation all shares of stock held by the Corporation in any subsidiary of the Corporation or, on behalf of the Corporation, to grant a proxy to vote such shares to any other person.

Section 2.4. Vice Chairmen. The Board shall elect from among its members a First Vice Chairman and a Second Vice Chairman of the Board. In the absence of the Chairman, the First Vice Chairman, or, in his absence, the Second Vice Chairman, shall preside at meetings of the Board and of the Shareholder.

Section 2.5. Meetings. Regular meetings of the Board shall be held at such times and places as determined by the Board. Special meetings of the Board shall be held whenever called by the Chairman of the Board, the President, or a majority of the directors.

Section 2.6. Executive Committee. The three directors elected as Chairman and Vice Chairmen of the Board shall constitute an Executive Committee. The Board reserves to itself alone the power to declare dividends, issue shares of stock, amend these bylaws, recommend to the Shareholder any action requiring its approval, and change the membership of any committee at any time. Subject to the foregoing limitations, the Executive Committee shall possess and exercise all other powers of the Board of Directors during the intervals between meetings of the Board. The Executive Committee shall periodically report actions taken by it to the Board.

Section 2.7. Audit Committee. The Board shall elect an Audit Committee, one of whom shall be designated by the Board as the Chairman of the Audit Committee. The Audit Committee shall have the powers and responsibilities as shall from time to time be prescribed by the Board. The Audit Committee shall periodically report to the Board on its activities and findings.

Section 2.8. Other Committees. The Board may also appoint from among its own members such other committees as the Board may determine, which shall have such powers and responsibilities as shall from time to time be prescribed by the Board.

### Article III Officers

Section 3.1. Officers. The officers of the Corporation shall consist of a President, one or more Vice Presidents, a Secretary, a Treasurer, and such other officers as may be elected by the Board.

Section 3.2. Authority and Duties of President. The President shall be the chief executive officer of the Corporation and, subject to the direction of the Board, shall manage the business and affairs of the Corporation.

Section 3.3. Authority and Duties of Other Officers. The other officers of the Corporation shall have such duties as are assigned to them by the Board or the President.

Section 3.4. Absence or Disability. In case of the absence or disability of any officer of the Corporation, the President or the Board may delegate, for such time as he or it deems appropriate, the duties of such officer to any other person.

**Article IV  
Indemnification**

Section 4.1. Indemnification of Directors and Officers. To the fullest extent permitted by the Utah Revised Business Corporation Act, as it may hereafter be amended, revised, modified or restated, the Corporation shall indemnify, and pay for or reimburse the reasonable expenses incurred by, any person who is or was a director of the Corporation and, to the same extent as a director, any person who is or was an officer of the Corporation and the estate or personal representative of any such director or officer. Neither any amendment nor repeal of this Section 4.1, nor the adoption of any provision in these bylaws inconsistent with this Section 4.1, shall eliminate or reduce the effect of this Section 4.1 in respect of any matter arising or accruing prior to such amendment, repeal or adoption of an inconsistent provision.

**Article V  
Utah Revised Business Corporation Act**

Section 5.1. Application of Act. Matters relating to corporate governance which are not specifically addressed in these bylaws shall be governed by the Utah Revised Business Corporation Act, as it may hereafter be amended, revised, modified or restated, and other applicable law.



Certificate of Secretary

The undersigned, constituting the duly elected secretary of Deseret Management Corporation, a Utah corporation ("DMC"), hereby certifies that the Bylaws to which this certificate is attached, which amend and restate the bylaws previously in effect, were duly approved by the Board of Directors of DMC on May 29, 2002, and by the Shareholder of DMC on June 14, 2002.

Dated this 14<sup>th</sup> day of June, 2002.



Robert W. Edwards, Secretary