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For Use By The Secretary of State

File No. ....

Fee Paid .....

C. B. ....

Date .....

NONPROFIT CORPORATION

STATE OF MAINE

ARTICLES OF INCORPORATION

(CHECK ONLY IF APPLICABLE)

This is a Domestic Condominium Corporation.

*Mary Cooper*  
Deputy Secretary of State

A True Copy When Attested  
By Signature

*Mary Cooper*  
Deputy Secretary of State

Pursuant to 13-B MRSA §403, the undersigned, acting as incorporator(s) of a corporation, adopt(s) the following Articles of Incorporation:

FIRST: The name of the corporation is Heritage Radio Society

SECOND: The corporation is organized for all purposes permitted under Title 13-B, MRSA, or, if not for all such purposes; then for the following purpose or purposes:

See Attached Exhibit A

THIRD: The name of its Registered Agent and address of registered office (the registered agent must be a Maine resident, whose business office is identical with the registered office; or a corporation, domestic or foreign, profit or nonprofit, having an office identical with such registered office.)

Lois B. King

(name)

Box 152, Cousins Island ; Yarmouth, ME 04096

(street address (not P.O. Box), city, state and zip code)

(mailing address if different from above)

FOURTH: The number of directors (not less than 3) constituting the initial board of directors of the corporation, if they have been designated or elected, is 9 (nine)

The minimum number of directors (not less than 3) shall be 5 (five) and the maximum number of directors shall be 9 (nine)

FIFTH: Members:

("X" one box only)

There shall be no members.

There shall be one or more classes of members, and the information required by §402 is as follows:

See Attached Exhibit B

SIXTH:  (Check if this article is to apply)

No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office:

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SEVENTH:  (Check if this article is to apply. Then fill in reference number of Section 501(c)( ? ) in first paragraph below.)

Upon the dissolution of the Corporation or the termination of its activities, the assets of the Corporation remaining after the payment of all its liabilities shall be distributed exclusively to one or more organizations organized and operated exclusively for such purposes as shall then qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and as a charitable, religious, eleemosynary, benevolent or educational corporation within the meaning of Title 13B, of the Maine Revised Statutes as amended.

No part of the net earnings of the Corporation shall inure to the benefit of any member, director, or officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation in carrying out one or more of its purposes), and no member, director, or officer of the Corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

EIGHTH: Other provisions of these articles, if any, including provisions for the regulation of the internal affairs of the corporation, and distribution of assets on dissolution or final liquidation:

Dated: 9/11/95

INCORPORATORS

ADDRESSES

Gary D. King, Sr.  
(signature)

Gary D. King, Sr.  
(type or print name)

Lois B. King  
(signature)

Lois B. King  
(type or print name)

\_\_\_\_\_  
(signature)

\_\_\_\_\_  
(type or print name)

\_\_\_\_\_  
(signature)

\_\_\_\_\_  
(type or print name)

\_\_\_\_\_  
(signature)

\_\_\_\_\_  
(type or print name)

Street Box 152, Cousins Island

Yarmouth, ME 04096  
(city, state and zip code)

Street Box 152, Cousins Island

Yarmouth, ME 04096  
(city, state and zip code)

Street \_\_\_\_\_

(city, state and zip code)

Street \_\_\_\_\_

(city, state and zip code)

Street \_\_\_\_\_

(city, state and zip code)

EXHIBIT A

Article Second:

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

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EXHIBIT B

Article Fifth:

Section 1. Classes of Members. The corporation shall have the following classes of members: (a) Individual; and (b) Corporate. Corporate Members shall include any corporation, partnership or unincorporated organization consisting of more than one individual.

Section 2. Election of Members. Applicants for membership in the Corporation shall be elected by majority vote of the Board of Directors.

Section 3. Qualification and Rights of Members. The qualifications and rights of the classes of members shall be as follows:

(a) Individual: Any individual shall become an Individual Member upon election by a majority vote of the Board of Directors. Individual Members shall have the right to attend the Corporation's Annual Meeting and such other Special Meetings of Members as are called by the Board of Directors. Individual Members shall have no other qualifications and rights.

(b) Corporate: Any corporation, partnership or unincorporated organization consisting of more than one individual shall become a Corporate Member upon election by a majority vote of the Board of Directors. Corporate Members shall have the right to attend the Corporation's Annual Meeting and such other Special Meetings of Members as are called by the Board of Directors. Corporate Members shall have no other qualifications or rights.