

FILED
In the Office of the
Secretary of State of Texas

JAN 15 1968

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF THE
CAPITOL BROADCASTING ASSOCIATION, INC.

Ernest Combs
Director, Corp. Division

Pursuant to the provisions of Article 4.03 of the Texas Non-Profit Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation, which simplify the procedures for the election of trustees and for the conduct of corporate business.

1. The name of the corporation is CAPITOL BROADCASTING ASSOCIATION, INC.

2. The following amendments to the Articles of Incorporation were adopted by the corporation on December 11, 1967.

Article Six of the Articles of Incorporation is hereby amended so as to read as follows:

"The control, direction, and management of the affairs of the Corporation shall be governed by a self-perpetuating BOARD OF TRUSTEES. Members of the Board of Trustees shall serve for a term of three years, unless removed by death, resignation, or a vote of three-fourths of the entire membership of the Board, and are eligible for reelection. At the first meeting of the Board of Trustees after this amended Article shall become effective, the existing membership of the Board shall be divided by lot into three groups, and the terms of these members shall end on September 30, 1968, September 30, 1969, and September 30, 1970. A motion to increase the membership of the Board shall be approved by unanimous concurrence of all of the Board Members or by vote of

two-thirds of the members present at a meeting at which notice of such a motion has been included on the written agenda. Such a motion shall designate the expiration date of the terms of the new member or members to be elected."

Article Nine of the Articles of Incorporation is hereby amended to read as follows:

"All business of the Corporation shall be conducted in accordance with the provisions of the Texas Non-Profit Corporation Act except as these Articles of Incorporation or the By-Laws of the Corporation shall otherwise provide. A majority of the Board of Trustees shall constitute a quorum and a majority of the members present at a meeting at which there is a quorum may transact corporate business except as otherwise provided by law, these Articles, or the By-Laws. Any change in the By-Laws of the Corporation shall require the approval of two-thirds of the Board Members present at a meeting at which notice of such motion has been included on the written agenda. Despite any provision to the contrary in these Articles or the By-Laws, any action the Corporation is authorized to take may be taken with the written concurrence of all of the members of the Board of Trustees."

3. The amendments were adopted in the following manner: The amendment was adopted at a meeting of the Board of Trustees held on December 11, 1967, and received the vote of a majority of the trustees in office, there being no members having voting rights in respect thereof.

Dated December 11, 1967.

CAPITOL BROADCASTING ASSOCIATION, INC.

By Mrs. Thomas Gibbs Gee
Mrs. Thomas Gibbs Gee, Vice President

and Mrs. J. Chrys Dougherty
Mrs. J. Chrys Dougherty, Secretary

THE STATE OF TEXAS
COUNTY OF TRAVIS

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I, James G. Rice, a Notary Public, do hereby certify that on this 29th day of December, 1967, personally appeared before me Mrs. Thomas Gibbs Gee, being duly sworn, declared that she is the Vice President of the corporation executing the foregoing document, that she signed the foregoing document in the capacity therein set forth, and that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal a the day and year before written.

James G. Rice
Notary Public in and for Travis
County, Texas.

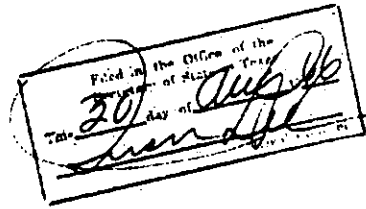
THE STATE OF TEXAS
COUNTY OF TRAVIS

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I, James G. Rice, A Notary Public, do hereby certify that on this 29th day of December, 1967, personally appeared before me Mrs. J. Chrys Dougherty, being duly sworn, declared that she is the Secretary of the corporation executing the foregoing document, that she signed the foregoing document in the capacity therein set forth, and that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year before written.

James G. Rice
Notary Public in and for Travis
County, Texas.



ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
CAPITOL BROADCASTING ASSOCIATION, INC.

Pursuant to the provisions of Article 4.03 of the Texas Non-Profit Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation which: Amend the "Purposes & Powers" Article in such a manner as to make clear that if the Corporation secures an FCC license to build and operate an F. M. Broadcasting station and actually accepts the trust funds now being collected in its behalf and builds such a station, and said station thereafter fails that upon dissolution of the Corporation, all corporate assets left after payment of outstanding debts will be distributed to other tax exempt organizations only.

1. The name of the corporation is CAPITOL BROADCASTING ASSOCIATION, INC.

2. The following amendment to the Articles of Incorporation was adopted by the corporation on December 1, 1965.

Article IV of the Articles of Incorporation is hereby amended so as to read as follows:

**"ARTICLE FOUR
"PURPOSES & POWERS**

"This Corporation is being organized under the laws of the State of Texas for the purpose of establishing and operating a Non-Commercial and Non-Profit F. M. Broadcasting Station to

provide cultural and educational programs for the citizens of Central Texas with emphasis upon cultivating appreciation of classical, semi-classical and serious music and the broadcasting of high fidelity programs of such character and quality. The Corporation is empowered to obtain and hold appropriate authorization and licenses from the Federal Communications Commission and under such authority to construct, operate and maintain such Non-Profit and Non-Commercial F. M. Broadcasting Station. The Corporation is further authorized to solicit, obtain, accept and receive gifts, donations, legacies, contributions and subscriptions of services, equipment, and both real and personal property for the endowment, maintenance and operation of said F. M. Station and the Corporation is authorized to execute any and all contracts necessary or pertinent to the construction, maintenance and operation of said station or for carrying out the purposes and objects of the Corporation."

Notwithstanding any other provision in these Articles, the Corporation shall not carry on any activity not permitted to be carried on by corporations exempt from Federal Income Taxes under the U. S. Internal Revenue Code and the Board of Trustees is hereby expressly prohibited from pursuing any policies or activities or amending the Articles of Incorporation in any manner that may jeopardize the Federal Income Tax Exemption of this Corporation under the U. S. Internal Revenue Code.

In order to finance said station the Corporation may

solicit a small amount of funds in the form of unqualified gifts to defray expenses incurred in organization, promotion and prosecution of its F. C. C. License Application. Most of the initially solicited funds, however, shall be held intact in a trust fund until an FCC License has been granted and conditions are ready for actual construction of said F. M. Station. If the Corporation shall fail to secure an FCC Station License or fail to construct said station then the trust funds shall be returned to the Contributors without becoming a part of the assets of the Station or this Corporation. However, once a station license has been secured from the FCC and the trust funds have been committed to the actual building of a station all of said funds become the property of the Corporation and Station to be used for the purposes provided in these articles of incorporation.

If the Station shall fail and this Corporation or any successor corporation shall be terminated or dissolved, the Board of Trustees, after paying or making provision for payment of all of the liabilities and obligations of the corporation, shall dispose of or distribute all of the assets of the Corporation in a manner and for purposes consistent with the purposes of this Corporation and only to such charitable, educational or non profit public service organizations as shall at that time qualify as a tax exempt organization or organizations under the United States Internal Revenue Code. If the Board of Trustees shall be fail or be unable to agree upon distribution of the Corporation assets at the

time of dissolution then all remaining assets on hand at that time shall be donated to the University of Texas.

3. The Amendment was adopted in the following manner:

The substance of the Amendment was approved by a unanimous vote of the Trustees at a meeting of said Board on December 12, 1965, and the written version of said Amendment was ratified by endorsement of every member of the Board of Trustees filed with the Secretary of the Corporation on Friday April 22, 1966, there being no members having voting rights in respect thereto.

Dated April 22, 1966.

Approved By:

M. E. Shafer

Shagayev

H. Mays King

Jacquelyn Lee

M. H. Lillith

Paul E. Jones

A. H. Keenan

K. H. Park

Samuel Lee

CAPITOL BROADCASTING ASSOCIATION,
INC.

By Hoyle M. Osborne
Hoyle M. Osborne, Chairman of the
Board of Trustees

Paul E. Jones
P. Dale Jones, President

Emil V. Szafir
Emil V. Szafir, Secretary

CAPITOL BROADCASTING ASSOCIATION, INC.
SWORN VERIFICATION OF
EXECUTION OF AMENDMENT TO THE
ARTICLES OF INCORPORATION

STATE OF TEXAS |
 |
COUNTY OF TRAVIS |

BEFORE ME, the undersigned Notary Public in and for Travis County, Texas, on this day personally appeared Hoyle M. Osborne, P. Dale Jones and Emil V. Szafir known to me to be the officers of the Capitol Broadcasting Association, Inc. who in my presence subscribed their names to the foregoing Amendment to the Articles of Incorporation on April 22, 1966, to certify the adoption of the foregoing Amendment by unanimous vote of the Board of Trustees and who on August 29, 1966, after each was first duly sworn by me did individually and severally swear that they had signed the foregoing Charter Amendment instrument as Officers and Trustees of the Capitol Broadcasting Association, Inc. and that the Statements contained therein are true and correct.

GIVEN UNDER MY HAND AND SEAL OF OFFICE on
this 29th day of August, 1966, at Austin, Texas.

Marion E. Shafer

Marion E. Shafer, Notary Public
in and for Travis County, Texas