

ARTICLES OF INCORPORATION

OF THE

CAPITOL BROADCASTING ASSOCIATION, INC.
(as amended January 15, 1968)

THE STATE OF TEXAS X
COUNTY OF TRAVIS X KNOW ALL MEN BY THESE PRESENTS:

That, we, the undersigned, all natural persons of the age of twenty-one years or more, at least two of whom are citizens of the State of Texas, acting as Incorporators of a Corporation under the Texas Non-Profit Corporation Act do hereby voluntarily associate ourselves together for the purpose of forming a Non-Profit Corporation under the terms and conditions herein stated and do hereby adopt the following Articles of Incorporation for such Corporation:

ARTICLE ONE

NAME

INC. The name of this Corporation is CAPITOL BROADCASTING ASSOCIATION,

ARTICLE TWO

TYPE OF CORPORATION

This Corporation is a Non-Profit Corporation dedicated to broadcasting non-commercial cultural and educational programs for the benefit and enjoyment of the citizens of Central Texas.

ARTICLE THREE

PERIOD OF DURATION

The period of duration of this Corporation shall be perpetual.

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.

ARTICLE FIVE

INITIAL REGISTERED OFFICE AND AGENT

The post-office address of this Corporation's initial registered office is 213 West 14th Street, Austin, Texas, and the name of the Corporation's initial registered agent at said address is Marion E. Shafer.

ARTICLE SIX

CORPORATION MANAGEMENT VESTED

IN A BOARD OF TRUSTEES

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 SEVEN

CORPORATION MEMBERSHIP

For purposes of complying with state laws regarding corporation membership every member of the Board of Trustees is declared a Member of the Corporation and Corporation Membership and Membership on the Board of Trustees are declared synonymous.

ARTICLE EIGHT

DATA RESPECTING TRUSTEES

The initial Board of Trustees of this Corporation shall be composed of ten trustees whose names and addresses are as follows:

Hoyle M. Osborne	4401 Balcones Drive	Austin, Texas
P. Dale Jones	2810 Pickwick Lane	Austin, Texas
R. Mayo King	3205 Greenlee	Austin, Texas
Robert F. Schenkkan	1804 Robin Hood Trail	Austin, Texas
Robert F. Peck	3304 Glen Rose Drive	Austin, Texas
Noyal W. Willett	2005 Forrest Trail	Austin, Texas
Demetrios Papageorgis	5324-B Balcones Drive	Austin, Texas
Emil V. Szafir	2407 Quarry Road	Austin, Texas
Henry G. (Buz) Bray	1705 Elton Lane	Austin, Texas
Marion E. Shafer	213 West 14th Street	Austin, Texas

ARTICLE NINE

RULES REGULATING CONDUCT

OF CORPORATE BUSINESS

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 a 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.

ARTICLE TEN

VOTING OF PROXIES

Proxies made out for a single dated regular meeting of the Board of Trustees can be voted on final passage of items considered at previous meetings and that are on the written agenda for the meeting for which the

Proxy is given, but no Trustee may vote more than one Proxy and proxies cannot be counted in determining a quorum.

ARTICLE ELEVEN

DATA RESPECTING INCORPORATORS

The name and address of each Incorporator is as follows:

Hoyle M. Osborne	4401 Balcones Drive	Austin, Texas
P. Dale Jones	2810 Pickwick Lane	Austin, Texas
Emil V. Szafir	2407 Quarry Road	Austin, Texas

IN TESTIMONY WHEREOF WITNESS OUR HANDS in Austin, Texas on this

20th day of October, 1965.

Hoyle M. Osborne

P. Dale Jones

Emil V. Szafir