

NONPROFIT

**ARTICLES OF INCORPORATION
PUBLIC RADIO FOR THE FRONT RANGE
(A COLORADO NONPROFIT CORPORATION)**

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SECRETARY OF STATE
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ARTICLE I. NAME.

The name of the Corporation is Public Radio for the Front Range.

ARTICLE II. TERM.

The term of the Corporation shall be perpetual.

ARTICLE III. PURPOSES.

The Corporation is organized to operate exclusively for cultural, educational and eleemosynary purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law) and, more specifically:

to construct, operate and maintain non-commercial, educational broadcast stations used primary for transmitting cultural, public affairs, educational and entertainment programs pursuant to the rules and regulations of Federal broadcast stations; to accept donations of any kind in order to carry out the above purposes; and to carry out and perform all powers granted by the Colorado Nonprofit Corporation Act and to engage in any and all other matters to effectuate the within purposes.

ARTICLE IV. POWERS.

4.1 To carry out and perform all powers granted by the Colorado Nonprofit Corporation Act and to engage in any and all other matters to effectuate the within purpose.

4.2 No Director of the Corporation shall be personally liable to the Corporation or its Members, if any, for monetary damages for any breach of fiduciary duty by such Director acting as a Director to the fullest extent permitted by the Colorado Nonprofit Corporation Act, including any subsequent amendments or hereinafter adopted laws of the State of Colorado. Notwithstanding the foregoing, a Director shall be liable to the extent provided by applicable law (i) for breach of the Director's duty of loyalty to the Corporation or its Members, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) for acts specified in Section 7-24-111 of the Colorado Revised Statutes, or (iv) for any transaction from which the Director derived an improper benefit. If the Colorado Nonprofit Corporation Act is amended after the effective date of these Articles to authorize corporate action further eliminating or

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limiting the personal liability of Directors, then the liability of a Director will be eliminated or limited to the fullest extent permitted by the Colorado Nonprofit Corporation Act.

4.3 Corporation Membership and services shall be available to all persons regardless of race, color, creed, national origin, sex or handicap, and the Corporation shall not discriminate against anyone on these grounds.

ARTICLE V. MEMBERS.

The Corporation shall have one class of Members who shall be entitled to vote only for the Board of Directors. Any individual or organization interested in supporting the purposes of the Corporation may become a Member of the Corporation by filing an application in such form as the Board of Directors shall prescribe, and subject to the payment of such dues as the Board of Directors shall establish from time to time. Other conditions and regulations of Membership, and the rights and privileges of Members shall be determined and fixed by the bylaws.

ARTICLE VI. BOARD OF DIRECTORS.

6.1 The management and control of the Corporation shall be vested in a Board of Directors, members of which shall be elected in the manner provided in the bylaws.

6.2 The Board of Directors shall be not less than three and the names and addresses of the persons who are to serve as the initial Directors are:

Greg Krush	10450 WCR 94 Nunn, CO 80648
Jeff Down	614 W. Myrtle Street Fort Collins, CO 80521
JoAnn Hedleston	224 S. Whitcomb Street Fort Collins, CO 80521
Jennifer Lowry	1840 Wallenberg Drive Fort Collins, CO 80526
John Steininger	1840 Wallenberg Drive Fort Collins, CO 80526

ARTICLE VII. PROSCRIBED ACTIVITIES.

7.1 The Corporation is nonprofit and no part of the Corporation's income is distributable to its Directors or Officers, and the Corporation shall not have or issue shares of stock of pay dividends.

7.2 The Corporation is organized and, notwithstanding any other provisions of these Articles of Incorporation, shall be operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 and the regulations thereunder, as the same now exist and may hereafter be amended from time to time.

7.3 In no event shall any part of the net earnings of the Corporation inure to the benefit of, or be distributable to, its Members, Directors or Officers or to other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and reimbursement for any expenses incurred, and to make payments and distributions in furtherance of the purposes set forth in Article III hereof.

7.4 No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation. The Corporation shall not participate or intervene (including the publishing of or distribution of statements) in any political campaign on behalf of or in opposition to any candidates for public office.

7.5 Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, or the corresponding section of any future tax code, or (b) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding section of and future tax code.

7.6 If the Corporation shall be or become a private foundation as such term is defined by Section 509, then the Corporation shall be required to distribute its income for each taxable year at such time and in such manner as not to subject it to tax under Section 4942, and the Corporation shall be prohibited from engaging in any act of self-dealing (as defined in Section 4941(d)), from retaining any excess business holdings (as defined in Section 4943(c)), from making any investments in such manner as to subject the Corporation to tax under Section 4944, and from making any taxable expenditures (as defined in Section 4945(d)). The statutory references in this Paragraph 6 are to the Internal Revenue Code of 1986, and the regulations thereunder, as the same now exist and may hereafter be amended from time to time.

ARTICLE VIII. DISSOLUTION.

In the event of the dissolution of the Corporation, all its assets remaining, after the payment of all debts and obligations of the Corporation, shall be distributed to such one or more organizations which have purposes and objects similar to those of this Corporation and are exempt from United State income taxes under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986, as the Board of Directors may select, and if more than one, in such shares and proportions as the Board of Directors may determine. Any such assets so disposed of shall be disposed at the District Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are operated and organized exclusively for such purposes.

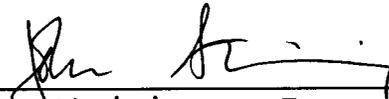
ARTICLE IX. ADDRESS.

The address of the initial registered office of the Corporation is: 1840 Wallenberg Drive, Fort Collins, Colorado 80526.

The name of the initial registered agent at such office is: John Steininger.

ARTICLE X. INCORPORATORS.

The name and address, including street and number, of each incorporator is: John Steininger, 1840 Wallenberg Drive, Fort Collins, Colorado 80526.



John Steininger, Incorporator