

ARTICLES OF INCORPORATION FOR A
NONPROFIT CORPORATION

Form 7.122.102.1 revised 11/30/2000

Filing fee: \$50.00 This document must be typed or machine printed.

If more space is required, continue on attached 8 1/2" x 11" sheet(s).

Deliver 2 copies to: Colorado Secretary of State, Business Division,
1560 Broadway, Suite 200, Denver, CO 80202-5169

Please include a typed or machine printed, self-addressed, envelope.

For filing requirements, see §§ 7-90-301 and 7-122-102, Colorado Revised Statutes

For more information, see the Citizen's Guide to the Business Division

on our Web site, www.sos.state.co.us Questions? Contact the Business Division:

voice 303 894 2251, fax 303 894 2242 or e-mail sos.business@state.co.us

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\$ 50.00

ABOVE SPACE FOR OFFICE USE ONLY
SECRETARY OF STATE

05-24-2002 15:30:57

The undersigned, acting as the incorporator of a nonprofit corporation pursuant to § 7-122-102, Colorado Revised Statutes (C.R.S.), delivers these Articles of Incorporation to the Colorado Secretary of State for filing, and states as follows:

1. The entity name of the nonprofit corporation is:

Annunciation Radio, Inc.

The entity name of a nonprofit corporation may, but need not, contain the term "corporation", "incorporated", "company", or "limited" or any abbreviation of these terms. §7-90-601(3)(b), C.R.S.

2. The address of the initial principal office of the nonprofit corporation is:

Annunciation Radio, Inc.
1501 South Garfield Street
Denver CO 80210

3. The name, and the business address, of the initial registered agent for service of process on the nonprofit corporation are:

Dennis Machlica
1501 South Garfield Street
Denver CO 80210

Name, Business Address (must be a street or other physical address in Colorado)

If mail is undeliverable to this address, ALSO include a post office box address:

Annunciation Radio, Inc.
P.O. Box 280724
Lakewood, CO 80228-0724

4. Signature of the initial registered agent consenting to the appointment



5. The nonprofit corporation (check appropriate box)

() will have voting members (X) will not have voting members



6. The provisions not inconsistent with law regarding the distribution of assets on dissolution are as follows:

In the event that the corporation determines to sell any of its radio stations, either as part of a complete corporate dissolution or as an isolated and permanent cessation of operation of that certain station and broadcasting in that area, the board of directors, after paying or making provision for the payment of all debts and liabilities relating to such station, shall distribute the lower of either the station's fair market value or the total of the capital purchase donations contributed in that station's service areas to the corporation by its supporters, to one or more Catholic 501(c)(3) organizations that communicate the teachings of the Roman Catholic faith within the geographic area or region that such radio station was broadcasting. It shall be required that those funds so distributed must be used for religious, educational and charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue Code. If such Catholic organizations do not exist at that time of the sale of the station, then the board may, at its discretion, hold this sum to be distributed in trust until a suitable recipient organization is found.

Upon dissolution of the corporation, the board of directors shall distribute the remaining assets of the corporation to 501(c)(3) entities teaching the Roman Catholic faith located in the areas serviced by the radio stations of the corporation prior to the corporation's dissolution.

7. The name(s) and address(es) of the incorporator(s) is(are):

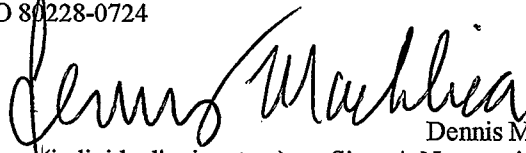
Name(s) Address(es)

Dennis Machlica
1501 South Garfield Street
Denver CO 80210-3022

8. The address to which the Secretary of State may send a copy of this document upon completion of filing (or to which the Secretary of State may return this document if filing is refused) is:

Annunciation Radio, Inc.
P.O. Box 280724
Lakewood, CO 80228-0724

Incorporator



Dennis Machlica

(individual's signature) | Signer's Name-printed

OPTIONAL. The electronic mail and/or Internet address for this entity is/are: e-mail
Web site

The Colorado Secretary of State may contact the following authorized person regarding this document:

Dennis Machlica
1501 South Garfield Street
Denver CO 80210-3022
303-759-0175 voice
303-759-5229 Fax
dmachlica@aol.com

name address voice fax e-mail

Disclaimer: This form, and any related instructions, are not intended to provide legal, business or tax advice, and are offered as a public service without representation or warranty. While this form is believed to satisfy minimum legal requirements as of its revision date, compliance with applicable law, as the same may be amended from time to time, remains the responsibility of the user of this form. Questions should be addressed to the user's attorney.