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WAYNE P. CASTELLO

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GAINESVILLE, FLORIDA 32606

July 31, 1995

VIA FEDERAL EXPRESS

Corporations Division
State of Florida
Department of State
409 E. Gaines Street
Tallahassee, FL 32399
(904) 487-6051

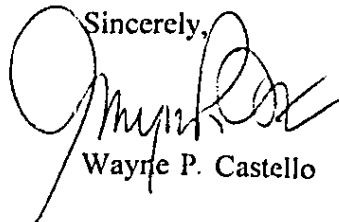
Re: Friends of Classic 89, Inc.

Dear Corporations Division:

Please find enclosed herewith the Articles of Incorporation for the above corporation. I would appreciate your filing same and returning a certified copy to me. A check in the amount of \$122.50 is enclosed to cover the filing fees and the certified copy of the corporate charter.


If there are any questions, please advise. Thank you for your cooperation and assistance with this matter.

Sincerely,


Wayne P. Castello

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Enclosures
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8/13/95


ARTICLES OF INCORPORATION
OF
FRIENDS OF CLASSIC 89, INC.
(A FLORIDA CORPORATION NOT FOR PROFIT)

The undersigned, desiring to form a Corporation Not For Profit under the provisions of Chapter 617 of the Florida Statutes, do hereby certify:

ARTICLE I. NAME

The name of the Corporation shall be FRIENDS OF CLASSIC 89, INC.

ARTICLE II. DURATION

The Corporation shall exist perpetually.

ARTICLE III. PURPOSE

The Corporation is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law). The purposes of the Corporation shall be: to advance through research and educational activities the development of public broadcasting; to provide reliable and impartial analysis and educational materials essential to the public understanding of public broadcasting (a) by providing a centralized source of information among volunteers and local and national representatives of National Public Radio, in the areas of procedures for specific projects, information for accomplishing objectives, and information at the national level on public broadcasting, (b) by providing liaison between the public and public broadcasting stations, and, (c) by providing interpretations of the role of public broadcasting to the public; to foster and establish volunteer groups and activities for the implementation of the goals of this corporation (a) by encouraging active public support of public broadcasting, (b) by assisting local stations in recruiting volunteers, (c) by providing leadership in setting goals and objectives of the volunteer program, and (d) by providing a problem-solving capacity.

ARTICLE IV. MEMBERSHIP

The Corporation shall have Members. The members of the Corporation shall be divided into two (2) classes and shall consist of the following:

(a) VOTING MEMBERS. The individuals constituting the Board of

Directors hereinafter provided, and their successors in office, shall be the Voting Members of the Corporation. As such, those Voting members shall be the only persons entitled to vote in the affairs of the Corporation, as hereinafter provided.

(b) NON-VOTING MEMBERS. The individuals donating funds to the Corporation, in such categories as shall be determined by the Board, shall be the Non-Voting Members of the Corporation for a period of one-year from the date of their respective donations.

ARTICLE V. OFFICERS

The affairs of the Corporation shall be administered by a President, a Vice-President, a Secretary, a Treasurer, and such other officers as may be elected in accordance with the By-laws. The officers shall be elected at the regular annual meeting of the Board of Directors in the manner prescribed in the By-Laws. The names of the persons who shall serve as officers until the first election of officers under the Articles are as follows:

Patricia Polopolus	President
James D. Salter	Vice-President
Melissa Jay Murphy	Secretary/Treasurer

ARTICLE VI. DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors consisting of the number of directors designated in the By-Laws, but not less than three (3) directors. Directors may be removed and vacancies on the Board shall be filled in the manner provided in the By-Laws. The names and addresses of the initial members of the Board of Directors, who shall hold office until their resignation, removal from office, or death, are as follows:

Name	Address
Patricia Polopolus	1004 N. W. 34th Street Gainesville, FL 32605
Melissa Jay Murphy	525 N. E. 4th Street Gainesville, FL 32601
James D. Salter	5719 N. W. 97th Street Gainesville, FL 32653

ARTICLE VII. INCORPORATORS

The names and residence address of the subscribers of these Articles of

Incorporation are as follows:

Name	Address
Patricia Polopolus	1004 N. W. 34th Street Gainesville, FL 32605
Melissa Jay Murphy	525 N. E. 4th Street Gainesville, FL 32601
James D. Salter	5719 N. W. 97th Street Gainesville, FL 32653

ARTICLE VIII BY-LAWS

The By-Laws of the Corporation shall be made, altered, amended, or repealed by the Board of Directors in the manner provided in the By-Laws of the Corporation.

ARTICLE IX. AMENDMENTS TO ARTICLES

The Articles of Incorporation may be altered, amended, or repealed by the Board of Directors in the manner provided in the By-Laws of the Corporation.

ARTICLE X. NON-PROFIT STATUS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its Members, Officers, Directors, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. 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 publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of the Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE XI INDEMNIFICATION

Every Director and every Officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including fees for counsel, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a party or in which he may become involved by reason of his being or having been a Director or Officer of the Corporation, whether or not he is a Director or Officer at the time such expenses are incurred. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or Officer may be entitled.

ARTICLE XII DISSOLUTION

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas 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 organized and operated exclusively for such purposes.


ARTICLE XIII PRINCIPAL CORPORATE OFFICE/REGISTERED AGENT


The address of this corporation's initial, principal registered office is 1004 N.W. 34 Street, Gainesville, Florida 32605, and the name and address of the corporation's registered agent at said address is James D. Salter, 703 N. E. 1st Street, Gainesville, Florida 32601.


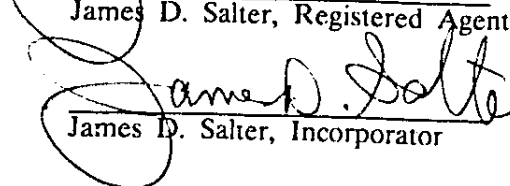
EFFECTIVE DATE

These Articles of Incorporation shall be effective on July 31, 1995.

IN WITNESS WHEREOF, the subscribers have affixed their signatures hereto, this 3rd day of July, 1995.

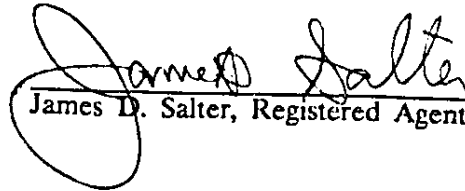

Patricia Polopolus, Incorporator


Melissa Jay Murphy, Incorporator


James D. Salter, Registered Agent

James D. Salter, Incorporator

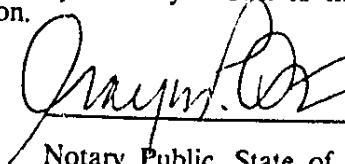
ACCEPTANCE BY RESIDENT AGENT

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.

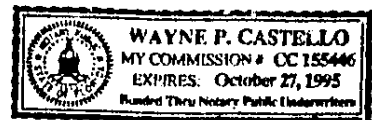

James D. Salter, Registered Agent

STATE OF FLORIDA
COUNTY OF ALACHUA

31st The foregoing Articles of Incorporation were acknowledged before me this day of July, 1995, by PATRICIA POLOPOLUS, MELISSA JAY MURPHY, and JAMES D. SALTER, who are personally known to me, or who have produced Driver's Licenses as identification.



Notary Public, State of Florida at Large
My Commission expires:
My Commission number:



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