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*****35.00 *****35.00

Florida Department Of State
Tallahassee, Florida

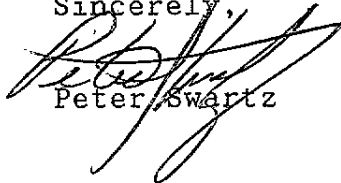
June 19, 1998

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As per your request, I have enclosed the additional cost for filing of \$35.00. No certificate is requested.

Enclosed please find a check for \$35.00 and two copies of incorporation papers.

Sincerely,


Peter Swartz

FILED
98 JUN 24 PM 12:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB
24-98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 11, 1998

PETER SWARTZ
7311 W. GROVER CLEVELAND BLVD.
HOMOSASSA, FL 34446

SUBJECT: CHRISTIAN RADIO MEDIA, INC.
Ref. Number: W98000013482

We have received your document for CHRISTIAN RADIO MEDIA, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$87.50.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6930.

Carolyn Batten
Document Specialist

Letter Number: 398A00032817

FILED
98 JUN 24 PM 12:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

CHRISTIAN RADIO MEDIA, INC.
(a Corporation Not For Profit)

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is
CHRISTIAN RADIO MEDIA, INC..

ARTICLE II

PURPOSES AND OBJECTIVES

The purposes and objectives for which the corporation is organized are:

To build, own, and operate, broadcast facilities as licensed by the FCC (Federal Communications Commission) for the purpose of religious programing, specifically that of the Christian Faith.

To create, promote and provide, educational programing, entertainment and music of a Christian nature to the general public.

ARTICLE III

CORPORATE POWERS

This corporation shall have all of the powers granted to corporations not for profit under the laws of the State of Florida as they now exist and as they may be increased by said laws in the future.

ARTICE IV

MEMBERSHIP

This corporation shall consist of not less than four (4) members. To qualify for membership in this corporation, members must demonstrate a lifestyle in conformance to the Christian faith, and be willing to take an active part in forming the policies that govern to day to day operation of the corporation.

ARTICLE V

ADMISSION OF MEMBERS

Additional members may be admitted to this corporation upon a majority vote of existing members at any meeting called in accordance with the By-Laws of the corporation.

ARTICLE VI

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII

SUBSCRIBERS

The names and residences of the subscribers are as follows:

Peter J. Swartz Jr.	3829 N. Muscadine Path Beverly Hills, Florida 34465
Suzanne E. Koerner	118 N.E. 2nd Street Crystal River, Florida 34429
Cheryl A. Swartz	3829 N. Muscadine Path Beverly Hills, Florida 34465
Frank Boles	6432 W. Seven Rivers Drive Crystal River, Florida 34429

ARTICLE VIII

OFFICERS

The affairs of this corporation are to be managed by a Board of Trustees. From the Board of Trustees there shall be the following officers:

PRESIDENT
VICE PRESIDENT
SECRETARY
TREASURER

The officers shall be elected by a majority vote of the Board of Trustees at its first meeting and shall serve for terms of two (2) years each.

ARTICLE IX

FIRST OFFICERS

The names of the first officers who are to manage the affairs of the corporation until the first election of officers are as follows:

PETER J. SWARTZ JR.	PRESIDENT
SUZANNE E. KOERNER	VICE PRESIDENT
FRANK BOLES	TREASURER
CHERYL A. SWARTZ	SECRETARY

ARTICLE X

FIRST BOARD OF TRUSTEES

The number of persons constituting the first Board of Trustees shall be four (4) members. The names and addresses of the persons who are to serve as Trustees until the first election are as follows:

PETER J. SWARTZ JR.	3829 N. MUSCADINE PATH BEVERLY HILLS, FLORIDA 34465
SUZANNE E. KOERNER	118 N.E. 2ND STREET CRYSTAL RIVER, FLORIDA 34429
FRANK BOLES	6432 W. SEVEN RIVERS DRIVE CRYSTAL RIVER, FLORIDA 34429

34429

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CHERYL A. SWARTZ

3829 N. MUSCADINE PATH
BEVERLY HILLS, FLORIDA
34465

ARTICLE XI

BY-LAWS

This corporation shall have By-Laws which shall be made, altered or rescinded by majority vote of the Board of Trustees.

ARTICLE XII

AMENDMENTS TO THE ARTICLES OF INCORPORATION

Proposed amendments to the Articles of Incorporation shall be first approved by a majority of the Board of Trustees before being submitted to the membership. Passage of the proposed amendments will require a majority vote of the membership.

ARTICLE XIII

SPECIAL POWERS

The Board of Trustees may, by majority vote, establish one or more classes of membership other than general membership in this corporation. All classes of membership shall be non-voting members, with no rights to vote on the affairs of this corporation.

ARTICLE XIII

DISSOLUTION

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which are themselves exempt as organizations described in section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future Internal Revenue Code, or the Federal, State, or Local government for exclusive public purpose.

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CHRISTIAN RADIO MEDIA, INC
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ARTICLE XV

ACTIVITIES TO COMPLY WITH INTERNAL REVENUE CODE

Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on by:

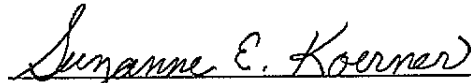
(1) a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law or,

(2) a corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 or any other corresponding provision of any future United States Internal Revenue Law.



PETER J. SWARTZ JR.

FL. Dr. S632-670-43-028-0



SUZANNE E. KOERNER

FL. Dr. K 656-791-36-867.-0



FRANK BOLES

FL. Dr. B 420-244-33-429-0



CHERYL A. SWARTZ

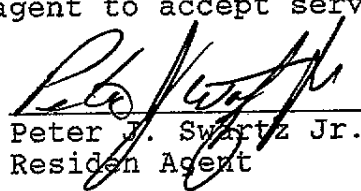
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ARTICLE XVI

INITIAL REGISTERED AGENT & STREET ADDRESS

First... that CHRISTIAN RADIO MEDIA, INC. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at the city of Homosassa, County of Citrus and State of Florida, has named Peter J. Swartz Jr., located at 7311 Grover Cleveland Blvd, City of Homosassa, County of Citrus, State of Florida, as its agent to accept service of process within this state.

By: 

Peter J. Swartz Jr.
Resident Agent

FILED

98 JUN 24 PM 12:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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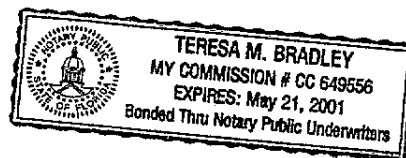
STATE OF FLORIDA
COUNTY OF CITRUS

BEFORE ME, the undersigned authority, personally appeared PETER J. SWARTZ JR., SUZANNE E. KOERNER, FRANK BOLES, and CHERYL A. SWARTZ, to me well known to be Subscribers to the Articles of Incorporation of CHRISTIAN RADIO MEDIA, INC., a Florida corporation Not For Profit, and they acknowledged before me that they signed the said Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal in the State and County aforesaid, this 8 day of June 1998.

Teresa M. Bradley
Notary Public

My Commission Expires:



FILED
98 JUN 24 PM 12:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA