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ATTORNEYS AT LAW

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January 5, 1999

Secretary of State
Corporations Record Division
Post Office Box 6327
Tallahassee, FL 32314-6327

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**Re: Articles of Incorporation
The Southwest Florida Community Educational Corporation**

Dear Gentle Person:

With reference to the above captioned matter, enclosed are an original and one copy of the Articles of Incorporation and Acknowledgment of Registered Agent for The Southwest Florida Community Educational Corporation. Please file the original and return the copy certified with the filing date. Also enclosed is our firm check number 5994 in the amount of \$122.50 for incorporation fees.

Very truly yours,



Harry A. Blair

HAB/eb
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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WS

ARTICLES OF INCORPORATION
of
THE SOUTHWEST FLORIDA COMMUNITY
EDUCATIONAL CORPORATION

a Florida Non-Profit Corporation

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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The Articles of Incorporation of The Southwest Florida Community Educational Corporation are hereby stated in accordance with Florida Statutes Section 617.0202 as follows:

ARTICLE I
Corporate Name

1.1 The name of this corporation is The Southwest Florida Community Educational Corporation.

ARTICLE II
Corporate Nature

2.1 This is a non-profit corporation, organized solely for the operation of a non-profit association pursuant to the Florida Corporations Not for Profit Statute.

ARTICLE III
Duration

3.1 The term of existence of the corporation is perpetual.

ARTICLE IV
Specific Purpose

4.1 The specific purpose for which this corporation is formed is to operate a non-commercial radio station.

ARTICLE V
Membership and Management of Corporate Affairs

5.1 The qualification of members, the election of officers, the operation and the management of this corporation shall be as set forth in the Bylaws.

ARTICLE VI
Earnings & Activities of Corporation

6.1 No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, officers 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 IV.

6.2 Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(6) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law).

6.3 Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VII
Distribution of Assets

7.1 Upon 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 purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(6) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the members of the Board of Directors shall determine. Any such

assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII Board of Directors

8.1 This corporation shall have four (4) directors initially. The number of the directors may be increased or decreased, from time to time, by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than three (3).

8.2 The names and addresses of the initial officers and directors of this corporation are as follows:

<u>NAME:</u>	<u>ADDRESS:</u>
Reverend Israel Suárez, President	2022 Hunter Street Fort Myers, FL 33905
Robert J. Sneddon, Vice President and General Manager	15387 Briar Ridge Circle Fort Myers, FL 33912
Reverend Edward Marrero, Treasurer	4947 Sherry Street Fort Myers, FL 33905
Reverend Isael Marrero, Secretary	32 Kingsman Circle Fort Myers, FL 33905

8.3 Directors shall be elected as provided in the by-laws.

ARTICLE IX Amendment of Bylaws

9.1 Bylaws of this corporation shall be made, amended, rescinded, added to and adopted by a resolution of a majority of the members present at any annual, regular, or duly called special meeting, provided, that such notice of the proposed amendment to the Bylaws shall be given to the membership in writing at least 10 days before the meeting. A quorum for such meeting shall be as provided in the

Bylaws.

ARTICLE X
Dedication of Assets

10.1 The property of this corporation is irrevocably dedicated to its specific purpose, and no part of the net income or assets of this corporation shall ever inure to the benefit of any officer or member thereof, or to the benefit of any private individual.

ARTICLE XI
Principal Agent and Office

11.1 The address of the corporation's principal office, which is also its mailing address, shall be at **2022 Hunter Street, Fort Myers, Florida 33905**, and the name of its Resident Agent at said address shall be **Reverend Israel Suárez**. Any relocation or change of Resident Agent will be duly filed with the Secretary of State.

ARTICLE XII
Amendment of Articles

12.1 Amendments to these Articles of Incorporation shall be proposed by a resolution adopted by the membership and presented to members to be voted on as any other matter.

ARTICLE XIII
Incorporators

13.1 The names and residence addresses of the subscribers to these Articles of Incorporation are:

NAME:

Reverend Israel Suárez,
President

ADDRESS:

2022 Hunter Street
Fort Myers, FL 33905

Robert Sneddon,
Vice President and General Manager

15387 Briar Ridge Circle
Fort Myers, FL 33912

Reverend Edward Marrero,
Treasurer

4947 Sherry Street
Fort Myers, FL 33905

Reverend Isael Marrero,
Secretary

32 Kingsman Circle
Fort Myers, FL 33905

Dated this 28 day of December, 1998.

In witness whereof, the undersigned Incorporators have executed the foregoing Articles of Incorporation in the State of Florida, County of Lee, this 28 day of December, 1998.


Reverend Israel Suárez


Robert J. Sneddon


Reverend Edward Marrero


Reverend Isael Marrero

**STATE OF FLORIDA
COUNTY OF LEE**

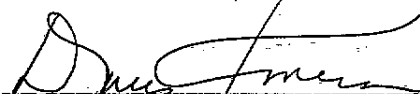
The foregoing instrument was acknowledge before me this 28th day of December, 1998, by:

Reverend Israel Suárez, who is personally known to me;

Robert J. Sneddon, who provided Florida DL# 5535-770-43-124-0 as identification;

Reverend Edward Marrero, who provided Florida DL# 127-44-8925 as identification;

Reverend Isael Marrero, who provided Florida DL# 106-46-7143 as identification;


Notary Public


Doris Rivera
Commission # CC 768062
Expires SEP. 6, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

My Commission Expires: 9-6-2002

**ACKNOWLEDGMENT OF REGISTERED AGENT
OF
THE SOUTHWEST FLORIDA COMMUNITY
EDUCATIONAL CORPORATION**

FILED STATE
SECRETARY OF CORPORATIONS
99 JAN -8 PM 1:06

I am hereby familiar with and accept the duties and responsibilities as registered agent for said corporation.

Having been named to accept service of process for the above-stated Corporation, at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED 28 day of December, 1998.



Reverend Israel Suárez
Registered Agent