

**ARTICLES OF MERGER
MERGING
YOUR PUBLIC RADIO HOLDING CORPORATION
INTO
YOUR PUBLIC RADIO CORPORATION, SURVIVOR**

Your Public Radio Holding Corporation, a Maryland non-stock corporation, and **Your Public Radio Corporation**, a Maryland non-stock corporation, hereby certify that:

FIRST: Your Public Radio Corporation, a Maryland non-stock corporation, and Your Public Radio Holding Corporation, a Maryland non-stock corporation, hereby agree to merge and do hereby effect the merger of Your Public Radio Holding Corporation into Your Public Radio Corporation on the terms and conditions hereinafter set forth. The corporation that is to survive the merger is Your Public Radio Corporation (the "**Surviving Corporation**"). The corporation that will not survive the merger is Your Public Radio Holding Corporation (the "**Merging Corporation**").

SECOND: Your Public Radio Corporation was incorporated under the laws of the State of Maryland on April 4, 2001. Its principal place of business is 2216 North Charles Street, Baltimore City, Maryland 21218.

THIRD: Your Public Radio Holding Corporation was incorporated under the laws of the State of Maryland on July 17, 2002. Its principal place of business is 2216 North Charles Street, Baltimore City, Maryland 21218. Your Public Radio Holding Corporation owns no interest in any land in any county in Maryland.

FOURTH: The location of the principal office of the Surviving Corporation is 2216 North Charles Street, Baltimore City, Maryland 21218. The name and post office address of the resident agent of the Surviving Corporation, service of process upon whom shall bind the Surviving Corporation in any action, suit or proceeding pending at the time of filing these Articles of Merger or thereafter instituted or filed against it, are LaFontaine Oliver, 2216 North Charles Street, Baltimore City, Maryland 21218.

FIFTH:

a. The Board of Directors of Your Public Radio Holding Corporation, at a meeting of the Board of Directors where a quorum was present, duly adopted a resolution on May 20, 2020, declaring that a merger upon the terms and conditions set forth in these Articles of Merger is advisable, and approved these Articles of Merger.

b. The Board of Directors of Your Public Radio Corporation, at a meeting of the Board of Directors where a quorum was present, duly adopted a resolution on

May 20, 2020, declaring that a merger upon the terms and conditions set forth in these Articles of Merger is advisable, and approved these Articles of Merger.

SIXTH: The Merging Corporation and the Surviving Corporation are both non-stock corporations; consequently, no stock transfer will occur as a result of the merger.

SEVENTH: The merger provided for by these Articles of Merger shall become effective and the separate existence of the Merging Corporation, except insofar as continued by statute, shall cease as of the later of July 1, 2021 or the recordation of these Articles of Merger with the Maryland State Department of Assessments and Taxation ("**Effective Date**").

Upon the Effective Date:

a. The assets and liabilities of the Merging Corporation shall be taken up on the books of the Surviving Corporation at the amount at which they shall at that time be carried on the books of the Merging Corporation, subject to such adjustments, if any, as may be necessary to conform to the Surviving Corporation's accounting procedures; and

b. All of the rights, privileges, immunities, powers, purposes and franchises of the Merging Corporation, and all property and all debts due to the Merging Corporation on whichever account shall be vested in the Surviving Corporation, and all property rights, privileges, immunities, powers, purposes and franchises, and all and every other interest shall be thereafter as effectually the property of the Surviving Corporation as they were of the Merging Corporation, and all debts, liabilities, obligations and duties of the Merging Corporation shall thenceforth attach to the Surviving Corporation and may be enforced against it to the same extent as if said debts, liabilities, obligations and duties had been incurred or contracted by it.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, Your Public Radio Holding Corporation and Your Public Radio Corporation, the corporations parties to the merger, have caused these Articles of Merger to be signed in their respective corporate names, and on their behaves by their respective Presidents, and witnessed or attested by their respective Secretaries as of the 23rd day of June, 2021.

ATTEST:



Peter Toran
Secretary

YOUR PUBLIC RADIO HOLDING
CORPORATION

By: 

LaFontaine E. Oliver
President

ATTEST:



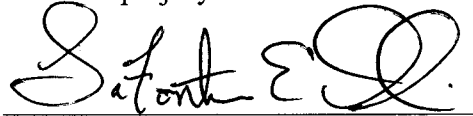
Peter Toran
Secretary

YOUR PUBLIC RADIO CORPORATION

By: 

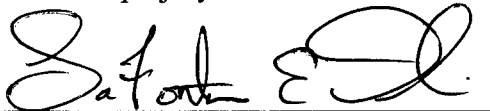
LaFontaine E. Oliver
President

The undersigned, President of Your Public Radio Holding Corporation, executed the foregoing Articles of Merger on behalf of the Merging Corporation and hereby acknowledges, in the name and on behalf of the Merging Corporation, that the foregoing Articles of Merger are the corporate act of the Merging Corporation and further certifies that, to the best of his knowledge, information and belief, the matters and facts set forth herein with respect to the approval thereof are true in all material respects, under the penalties of perjury.

A handwritten signature in cursive script, appearing to read "LaFontaine E. Oliver", written over a horizontal line.

LaFontaine E. Oliver
President

The undersigned, President of Your Public Radio Corporation, executed the foregoing Articles of Merger on behalf of the Surviving Corporation and hereby acknowledges, in the name and on behalf of the Surviving Corporation, that the foregoing Articles of Merger are the corporate act of the Surviving Corporation and further certifies that, to the best of his knowledge, information and belief, the matters and facts set forth herein with respect to the approval thereof are true in all material respects, under the penalties of perjury.

A handwritten signature in cursive script, appearing to read "LaFontaine E. Oliver", written over a horizontal line.

LaFontaine E. Oliver
President