

NATURE AND EDUCATIONAL PURPOSES OF APPLICANT

Non-Profit and Educational Nature

It is the intent of the applicant to operate the proposed station in a manner consistent of Subpart G of Part 73 of the Commission's Rules.

The applicant, a non-profit religious and educational organization, is an Iowa non-profit corporation. Our articles of incorporation are included as a part of this exhibit.

The applicant is headquartered at 29426 Dyersville East Road, Dyersville, Iowa, where its two directors, Dennis Schmidt and Theresa Schmidt have resided since August 31, 2000. We have calculated the NAD83 coordinates of this location at 42° 30' 2.7" north latitude and 91° 03' 52.3" west longitude.

The proposed transmitter and antenna location for our proposed low power FM station will also be located at 29426 Dyersville Road East, Dyersville, Iowa.

The applicant is an entity which is organized exclusively for charitable, religious, educational and scientific purposes, within the meaning

of Section 501(c)(3) of the Internal Revenue Code. In particular, the applicant intends to use the proposed LPFM station to further its work in supporting the educational activities of the Roman Catholic church in Dyersville and surrounding Dubuque and Delaware counties in northeast Iowa. It is to be noted that Dyersville is the site of one of the most notable Catholic churches in the Midwest, the Basilica of St. Francis Xavier, constructed more than a century ago.

In *Columbia Bible College Broadcasting Co.*, 6 FCC Rcd 516 (1991), at paragraphs 9 and 10, the Commission stated that religiously-oriented applicants can meet the eligibility standards set forth in Section 73.503 of the Commission's Rules, where the applicant (1) proposes an overall educational program and (2) its proposed programming furthers its educational objectives. As can be seen by this Exhibit, the applicant's stated corporate purposes evidence an overall educational program, and its proposed programming will further its educational objectives.

Furtherance of Educational Objectives

The applicant is eligible pursuant to Sections 73.503 and 73.870 of the FCC Rules to be a non-commercial licensee of the station covered by this application, because the applicant proposes programming which constitutes an overall educational program and the programming furthers the

organization's educational objectives. In this case, the applicant intends to broadcast programs to further its educational purposes as outlined above.

Although the exact titles and subject matter of the programs will be determined at the time the proposed station is constructed and ready for operation, we can state that the selection of all programs to air on our proposed station will be consistent with the purposes stated in the applicant's articles of incorporation. We will select programming from such recognized religious educational media sources as Eternal Word Television Network (EWTN) of Irondale, Alabama, Ave Maria Radio of Ann Arbor, Michigan, and Relevant Radio of Green Bay, Wisconsin.

The proposed low power FM station will also work with other Roman Catholic parishes in the area, catechism programs and organizations to assist their educational efforts with respect to teaching of the Roman Catholic religion.

In sum, it is our objective to use the proposed radio station to provide a valuable educational resource for the residents of Dyersville, Iowa and its surrounding area.

Iowa Secretary of State
321 East 12th Street
Des Moines, IA 50319
sos.iowa.gov



FILED

Date **11/8/2023 02:53 PM**
Corp No **768281**
Cert No **FT0303245**

Articles of Incorporation - Nonprofit

Information

CODE 504 REVISED DOMESTIC NON-PROFIT

Chapter

GOD'S GRACE RADIO

Name of Corporation

11/08/2023 02:00:00 PM

Effective Date

Perpetual

Expiration Date

No

Members

Upon dissolution of the corporation the Board of Directors shall, after paying or making for provision of payment of all 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 1986 (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 Iowa District Court 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 Board of Directors shall determine which are organized and operated exclusively for such purposes.

Upon dissolution

No

Does the corporation hold an interest in agricultural land in Iowa?

Registered Agent

Dennis Schmidt

Full Name

29426 Dyersville East Road

Address1

Address2

Dyersville

City

IA

State

52040

Zip

USA

Country

Incorporator

John D. Freund

Full Name

1005 Main Street

Address1

Suite 200

Address2

Dubuque

City

IA

State

52001

Zip

USA

Country

Principal Office

29426 Dyersville East Road

Address1

Address2

Dyersville

City

IA

State

52040

Zip

USA

Country

Officers & Directors

Director

Officer Type

Dennis Schmidt

Full Name

29426 Dyersville East Road

Address1

Address2

Dyersville

City

IA

State

52040

Zip

USA

Country

Director

Officer Type

Theresa Schmidt

Full Name

29426 Dyersville East Road

Address1

Address2

Dyersville

City

IA

State

52040

Zip

USA

Country

Signature(s)

John D. Freund

Incorporator

11/08/2023 14:52:56

Date

ARTICLES OF INCORPORATION
OF
GOD'S GRACE RADIO

TO THE SECRETARY OF THE STATE OF IOWA:

The undersigned, acting as incorporator of a corporation under the Revised Iowa Nonprofit Corporation Act, Iowa Code Chapter 504 (2023), adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of the corporation is **GOD'S GRACE RADIO**. It is organized under Chapter 504 of the Code of Iowa (2023).

ARTICLE II - CORPORATE EXISTENCE

The corporate existence of this corporation shall begin on the date of filing of these Articles of Incorporation and shall continue perpetually thereafter unless dissolved as provided by law.

**ARTICLE III - PURPOSES AND POWERS, NO PRIVATE INUREMENT,
DISSOLUTION PROVISIONS**

The corporation is organized for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, ("Code") exclusively to:

- a. Benefit and support organizations which are exempt under Section 501(c)(3) of the Code which, in the opinion of the Board of Directors of the Corporation, promote the ideals of morality;
- b. Benefit and support any Code Section 501(c)(3) organization, for operating or capital needs;
- c. Attract support and receive contributions and grants and to hold, administer, convert, invest, and manage such contributions for the exclusively charitable purposes provided for herein;
- d. Engage in any lawful activities for which a nonprofit corporation may be organized under the Revised Iowa Nonprofit Corporation Act and which are incidental to the foregoing purposes, except as restricted herein; and
- e. Distribute its income for each taxable year at such time and in such manner as not to subject the corporation to tax under 26 U.S.C. § 4942.

Furthermore, the corporation shall be prohibited from (a) engaging in any act of self-dealing as defined in 11 U.S.C. § 4941(d); (b) retaining any excess business holdings as defined in 11 U.S.C. § 4943(c); (c) making any investments in such manner as to subject the corporation to tax under 11 U.S.C. § 4944; and (d) making any taxable expenditures as defined in 11 U.S.C. § 4945(d).

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payment and distribution in furtherance of the purposes set forth in this Article. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, intervene in (including the publishing or distribution of statement) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these 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 1986 (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 1986 (or the corresponding provision of any future United States Internal Revenue Law).

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision of payment of all 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 1986 (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 Iowa District Court 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 Board of Directors shall determine which are organized and operated exclusively for such purposes.

ARTICLE IV - REGISTERED AGENT AND OFFICE

The address of the initial registered office of the corporation in the County of Dubuque is: 29426 Dyersville East Road, Dyersville, IA 52040, and the name of its initial registered agent at such address is: Dennis Schmidt.

ARTICLE V - BOARD OF DIRECTORS

The business of the corporation shall be conducted by a Board of Directors consisting of not less than one (1) nor more than nine (9) directors, each director having one vote. The number of directors constituting the initial Board of Directors of the corporation is two (2), and the names and addresses of the persons who are to serve as directors until the first annual meeting or until their successors are elected and shall qualify are:

Dennis Schmidt
29426 Dyersville East Road
Dyersville, IA 52040

Theresa Schmidt
29426 Dyersville East Road
Dyersville, IA 52040

ARTICLE VI - INCORPORATOR

The name and address of the incorporator is: John D. Freund, 1005 Main Street, Suite 200, Dubuque, IA 52001.

ARTICLE VII - MEMBERS

The corporation shall not have members.

ARTICLE VIII - INDEMNIFICATION

A director, officer, employee or volunteer of the corporation is not liable for the corporation's debts nor obligations and a director, officer, employee or volunteer is not personally liable in that capacity, for a claim based upon an act or omission of the person performed in the discharge of the person's duties, except for a breach of the duty of loyalty to the corporation, for acts or omissions not in good faith or which involve intentional misconduct or knowing violation of the law, or for a transaction from which the person derives an improper personal benefit.

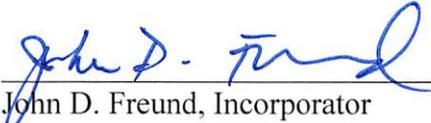
ARTICLE IX - EXEMPTION OF PRIVATE PROPERTY

The private property of the directors, officers, employees and members of the corporation shall be exempt from all debts, obligations and liabilities of the corporation of any kind whatsoever and directors, officers, members and other volunteers of this corporation shall not be personally liable in that capacity, for a claim based upon an act or omission of the person performed in the discharge of the person's duties, except for a breach of the duty of loyalty to the corporation, for acts or omissions not in good faith or which involve intentional misconduct or knowing violation of the law, or for a transaction from which the person derives an improper personal benefit. If Iowa law is hereafter changed to mandate or permit further elimination or limitation of the liability of the corporation's directors, officers, employees, members and volunteers, then the liability of the corporation's directors, officers, employees, members and volunteers shall be eliminated or limited to the full extent then permitted.

ARTICLE X - AMENDMENTS

These Articles of Incorporation may be amended at anytime and from time to time as provided by the Code of Iowa, but no amendment shall be adopted which deprives the corporation of tax exempt status under the Internal Revenue Code of 1986, as amended.

Dated this 8th day of November, 2023.



John D. Freund, Incorporator

STATE OF IOWA)
COUNTY OF DUBUQUE) ss:

On this 8th day of November, 2023, before me, the undersigned, a Notary Public in and for the State of Iowa, personally appeared JOHN D. FREUND, to me known to be the person named in and who executed the foregoing instrument, and acknowledged that he executed the same as his voluntary act and deed.



Notary Public in and for State of Iowa

NOTARY SEAL - IOWA SARA E. MCDONALD COMMISSION NUMBER 776883 My commission expires: 02/06/2025
