

ARTICLES OF INCORPORATION OF

TWIN HEARTS MEDIA, INC.

The undersigned, for the purpose of forming a non-profit corporation pursuant to Minnesota Statutes Chapter 317A, do hereby establish a body corporate and adopt the following Articles of Incorporation.

ARTICLE I.

The name of the corporation shall be Twin Hearts Media, Inc.

ARTICLE II.

The corporation is organized and shall be operated exclusively for charitable, religious, and educational purposes as permitted by Section 501(c)(3) of the Internal Revenue Code or the corresponding sections of any future tax code. Within the framework and limitations of the foregoing, this corporation is organized and shall be operated exclusively to provide charitable, religious, and educational media programming and broadcasting to communicate Christian truth as expressed in Sacred Scripture, Sacred Tradition, and by the Magisterium of the Roman Catholic Church.

For such purposes, and not otherwise, this corporation shall have and exercise only such powers as are required by, and are consistent with, the foregoing purposes, including the power to acquire and receive funds and property of every kind and nature whatsoever, whether by purchase, conveyance, lease, gift, grant, bequest, legacy, devise, or otherwise and whether in trust or otherwise, and to own, hold, expend, make gifts, grants, and contributions of, and to convey, transfer, and dispose of the funds and property and the income therefrom in furtherance of the purposes of this corporation, and to lease, mortgage, encumber, and use the same, and such other powers that are consistent with the foregoing purposes and that are afforded to the corporation by the Minnesota Non-profit Corporation Act and by any further laws amendatory thereof, and supplementary thereto.

ARTICLE III.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, 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 payments and distributions in furtherance of the purposes set forth in Article II hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempt to influence legislation.

The corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision 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 (or the corresponding provision of any future federal tax code, or (b) by a corporation, contributions to which are deductible under 170(c)(2) of the Internal Revenue Code (or the corresponding provision of any future federal tax code.)

ARTICLE IV.

The period of duration of corporate existence of this corporation shall be perpetual.

ARTICLE V.

The registered office of this corporation shall be located at 14815 Aberdeen Street Northeast, Suite A, Ham Lake, Minnesota 55304, County of Anoka, State of Minnesota.

ARTICLE VI.

That the management and direction of the business and affairs of the corporation shall be vested in a Board of Directors. The number, qualifications, term of office, method of election, powers, authority, and duties of the directors of this corporation, the time and place of their meetings, and such other provisions with respect to them as are not inconsistent with the express provisions of these Articles of Incorporation shall be as specified in the By-Laws of this corporation.

Any action required or permitted to be taken by a Board meeting may be taken by written action, signed by the number of directors that would be required to take the same action at a meeting of the Board at which all directors are present.

ARTICLE VII.

The officers, directors, and members of this corporation shall not be personally liable to any extent whatsoever for any debts or obligations of this corporation.

ARTICLE VIII.

The requirements for membership in this organization shall be as provided in the By-Laws, which may provide for more than one class of members.

ARTICLE IX.

This corporation shall have no capital stock, either authorized or issued.

ARTICLE X.

This corporation may be dissolved in accordance with the laws of the State of Minnesota. Upon dissolution of this corporation, and after payment of all liabilities and obligations of this corporation and all costs and expenses incurred by this corporation in connection with such dissolution, any remaining assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to any state or local government, for a public purpose. The proportions of such division shall be determined (1) by the Board of Directors of this corporation if the dissolution is not required by the laws of the State of Minnesota then in existence to be conducted under court supervision. Notwithstanding anything apparently or expressly to the contrary herein above contained in this Article X, if any assets are then held by this corporation in trust, or upon condition, or subject to any executory or special limitation, and if this condition or limitation occurs by reason of the dissolution of this corporation, such assets shall revert or be returned, transferred, or conveyed in accordance with the terms and provisions of such trust, condition, or limitation.

ARTICLE XI.

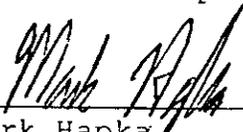
The name and address of each incorporator of the corporation is:

Mark Hapka, 1270 - 141st Lane NW, Andover, MN 55304;

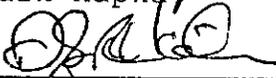
Doug Heider, 748 Fox Road, Lino Lakes, MN 55014; and

Terry Betthauser, 9230 Unity Street NW, Coon Rapids, MN 55433.

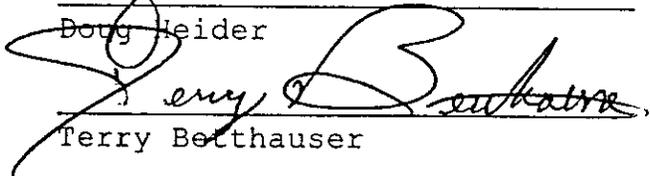
IN WITNESS WHEREOF, the undersigned incorporators of this corporation has executed these Articles of Incorporation this 14 day of August, 2000.



Mark Hapka



Doug Heider



Terry Betthauser

STATE OF MINNESOTA

COUNTY OF Anoka

On this 14 day of August, 2000, before me, a Notary Public within and for said county, personally appeared Mark Hapka, an incorporator to me personally known, who, being by me duly sworn, did say that he is a incorporator of Twin Hearts Media, Inc., and that the foregoing Articles of Incorporation of Twin Hearts Media, Inc. were signed by him as his free act and deed.

Felix A. Mannella
Notary Public



STATE OF MINNESOTA

COUNTY OF Anoka

On this 14 day of August, 2000, before me, a Notary Public within and for said county, personally appeared Doug Heider, an incorporator to me personally known, who, being by me duly sworn, did say that he is a incorporator of Twin Hearts Media, Inc., and that the foregoing Articles of Incorporation of Twin Hearts Media, Inc. were signed by him as his free act and deed.

Felix A. Mannella
Notary Public



STATE OF MINNESOTA

COUNTY OF Anoka

On this 14 day of August, 2000, before me, a Notary Public within and for said county, personally appeared Terry Betthausser, an incorporator to me personally known, who, being by me duly sworn, did say that he is a incorporator of Twin Hearts Media, Inc., and that the foregoing Articles of Incorporation of Twin Hearts Media, Inc. were signed by him as his free act and deed.

Felix A. Mannella
Notary Public

