

SECRETARY OF STATE
STATE OF MONTANA
BRAD JOHNSON



Montana State Capitol
PO Box 202801
Helena, MT 59620-2801
(406) 444-3665
<http://www.sos.mt.gov>

DAVID HIGHNESS
406-447-1458

Date: October 11, 2007

Regarding the following company(s):
LAST CHANCE PUBLIC RADIO ASSOCIATION, INC.

Enclosed please find the following:

Certified Copies

I am happy to have been of service.

Diane G. Taylor
Customer Service Specialist

SECRETARY OF STATE

STATE OF MONTANA

AMENDMENT

The name of the corporation is HELENA PUBLIC RADIO ASSOCIATION, INC. and on December 11, 1984 a meeting of the corporation was held and of whom two-thirds voted to changed the name of the corporation to LAST CHANCE PUBLIC RADIO ASSOCIATION, INC.

CERTIFICATE OF AMENDMENT TO THE CERTIFICATE OF INCORPORATION

I, JIM WALTERMIRE, Secretary of State of the State of Montana, do hereby certify that the Articles of Amendment to the Articles of Incorporation of HELENA PUBLIC RADIO ASSOCIATION, INC., a Montana corporation, duly executed pursuant to the provisions of Section 35-2-209, Montana Code Annotated, have been received in my office and conform to law.

NOW, THEREFORE, I, JIM WALTERMIRE, as such Secretary of State, by virtue of the authority vested in me by law, hereby issue this Certificate of Amendment to the Certificate of Incorporation of HELENA PUBLIC RADIO ASSOCIATION, INC. changing its name to LAST CHANCE PUBLIC RADIO ASSOCIATION, INC., a Montana corporation, and attach hereto a copy of the Articles of Amendment to the Articles of Incorporation.

(GREAT SEAL)

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Montana, at Helena, the Capital, this February 7, A.D. 1985.

Jim Waltermire

JIM WALTERMIRE
Secretary of State

295730
STATE OF MONTANA
FILED

1985
JIM WALTERMIRE
STATE
2/7/85

SECRETARY OF STATE
STATE OF MONTANA

AMENDMENT

The name of the corporation is HELENA PUBLIC RADIO ASSOCIATION, INC. and on December 13, 1984 of the members a meeting was held at which a quorum was present and of whom two-thirds voted to changed the name of the corporation to LAST CHANCE PUBLIC RADIO ASSOCIATION, INC.

In witness whereof, this 6th day of February,

1985, are signed,

Paul Stolen
Paul Stolen
President

Patricia Borneman
Patricia Borneman
Secretary

(GREAT SEAL)

295740

STATE OF MONTANA
FILED

FEB 7 - 1985

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Montana, at the Capital, this 6th day of February, A.D. 1985.

JIM WALTERMIRE
SECRETARY OF STATE

Jim Waltermire

JIM WALTERMIRE
Secretary of State

Jim Waltermire
H. M. S.
J. M. S.
20.00

SECRETARY OF STATE

STATE OF MONTANA

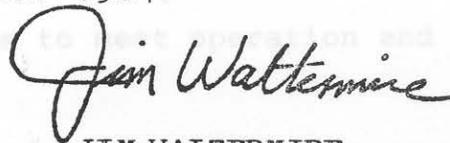
CERTIFICATE OF INCORPORATION

I, **JIM WALTERMIRE**, Secretary of State of the State of Montana, do hereby certify that the Articles of Incorporation for the incorporation of **HELENA PUBLIC RADIO ASSOCIATION, INC.**, a Montana corporation, duly executed pursuant to the provisions of Section 35-2-203, Montana Code Annotated, have been received in my office and conform to law.

NOW, THEREFORE, I, **JIM WALTERMIRE**, as such Secretary of State, by virtue of the authority vested in me by law, hereby issue this Certificate of Incorporation to **HELENA PUBLIC RADIO ASSOCIATION, INC.**, a Montana corporation, and attach hereto a copy of the Articles of Incorporation.

(GREAT SEAL)

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Montana, at Helena, the Capital, this February 2, A.D. 1984.



JIM WALTERMIRE
Secretary of State

I, the undersigned individual, acting as the incorporator of a corporation under the Montana Nonprofit Corporation Act, adopt the following Articles of Incorporation:

ARTICLES OF INCORPORATION

OF

HELENA PUBLIC RADIO ASSOCIATION, INC.

292272
STATE OF MONTANA
FILED

FEB 2 - 1984

JIM WALTERMIRE
SECRETARY OF STATE

Jim Waltermire
2000

Article 1 - Name

The name of this corporation is HELENA PUBLIC RADIO ASSOCIATION, INC.

Article 2 - Duration

The period of duration of this corporation is perpetual.

Article 3 - Purpose

This corporation is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

Such purposes shall include:

- A. To maintain and preserve an FM radio translator in Helena, Montana, used to rebroadcast station KUFM originating from the University of Montana in Missoula.
- B. To establish a suitable site for the translator at a location in Helena, Montana.
- C. To raise needed funds to meet operation and maintenance costs.
- D. To inform and educate the public on matters important to the preservation of public radio in Helena.

Article 4 - Status under State Law

This corporation is organized under Title 35, Chapter 2, of the Montana Codes Annotated, known as the Montana Nonprofit Corporation Act.

Article 5 - Nonprofit Nature

A. This corporation is not organized and shall not be operated for the private gain of any person. The property of this corporation is irrevocably dedicated to charitable purposes, and no part of the assets, receipts, or net earnings of this corporation shall ever inure to the benefit of, or be distributable to, any individual. This corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

B. Upon dissolution of this corporation, any assets remaining after provision is made for paying the corporation's liabilities shall be distributed only to one or more funds, foundations or corporations which are organized and operated exclusively for charitable purposes and which have established entitlement to tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

Article 6 - Status under Federal Law

Notwithstanding any other provision of these Articles, this corporation shall not:

JIM WALTERMIRE
SECRETARY OF STATE

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MONTANA

A. Carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax as an organization described in Section 501(c)(3) of the Internal Revenue Code, to which contributions are deductible under Section 170 of said Code;

B. Have the power to, and shall not, participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office;

C. Carry on propaganda, or otherwise attempt to influence legislation, to an extent which would disqualify it for exemption under Section 501(c)(3) of the Internal Revenue Code.

D. All references in these articles to the Internal Revenue Code are to the Internal Revenue Code of 1954 as amended (or the corresponding provision of any future United States Internal Revenue Law).

Article 7 - Governance

A. The corporation shall be governed by a Board of Directors.

B. The initial Board of Directors will consist of the following three individuals, who shall serve until their successors are elected:

Jim Robbins
332 Fuller
Helena, MT 59601

Chere Jiusto
827 5th Ave.
Helena, MT 59601

Patricia Borneman
100 Jefferson
Helena, MT 59601

C. A director may be removed from office, for cause, by a two-thirds vote of the Board of Directors.

Article 8 - Registered Agent and Office

The initial registered agent and office of the corporation shall be: Patricia Borneman, 100 Jefferson, Helena, Montana 59601.

Article 9 - Amendments

These Articles may be amended by a two-thirds vote of the Board of Directors.

Article 10 - Incorporator

The name and address of the incorporator is:
Patricia Borneman, 100 Jefferson, Helena, MT 59601.

In witness whereof, I have signed this document on
February 2, 1984.

Patricia Borneman

Patricia Borneman

Jim Valter

Jim Valter
Secretary of State

STATE OF MONTANA
Office of the Secretary of State
I hereby certify this is a true and correct copy consisting of 2 pages as taken from the original on file in this office. Originality of this certification can be determined by the color blue.

Patricia Borneman

Patricia Borneman
Secretary of State



[Faint, illegible text from the reverse side of the page is visible through the paper.]

STATE OF MONTANA

Office of the Secretary of State

I hereby certify this is a true and correct copy, consisting of 7 pages, as taken from the original on file in this office. Originality of this certification can be determined by the color blue.



DATED: 10-11-07 *Brad Johnson*

Brad Johnson
Secretary of State

[Signature]
BY: Deputy

Deputy