



**ROSS MILLER**  
 Secretary of State  
 204 North Carson Street, Suite 4  
 Carson City, Nevada 89701-4520  
 (775) 684-5700  
 Website: www.nvsec.gov



\*040602\*

**Nonprofit  
 Articles of Incorporation**  
 (PURSUANT TO NRS CHAPTER 82)

Filed in the office of  Ross Miller Secretary of State State of Nevada	Document Number <b>20130742570-01</b>
	Filing Date and Time <b>11/13/2013 8:00 AM</b>
	Entity Number <b>E0546752013-7</b>

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

<b>1. Name of Corporation:</b>	Radio Paradise, Inc.
<b>2. Registered Agent for Service of Process:</b> (check only one box; NOTE: a Commercial Registered Agent is defined as a Registered Agent representing 10 or more entities)	<input type="checkbox"/> Commercial Registered Agent: Name <input checked="" type="checkbox"/> Noncommercial Registered Agent (name and address below) <b>OR</b> <input type="checkbox"/> Office or Position with Entity (name and address below) <b>R. Peter Neri</b> Name of Noncommercial Registered Agent <b>OR</b> Name of Title of Office or Other Position with Entity 3750 Salt Cedar Lane Las Vegas Nevada 89121 Street Address City State Zip Code Mailing Address (if different from street address) City Nevada Zip Code
<b>3. Names and Addresses of the Board of Directors/Trustees:</b> (each Director/Trustee must be a natural person at least 18 years of age; attach additional page if more than four directors/trustees)	1) <b>R. Peter Neri</b> Name 3750 Salt Cedar Lane Las Vegas NV 89121 Street Address City State Zip Code 2) <b>David Clemente</b> Name 5396 Brady Lane Las Vegas NV 89210 Street Address City State Zip Code 3) <b>Greg Costanino</b> Name 274 Sir William Way Las Vegas NV 89110 Street Address City State Zip Code
<b>4. Purpose:</b> (required; continue on additional page if necessary)	The purpose of the corporation shall be: The corporation is organized exclusively for charitable [continued on attachment]
<b>5. Name, Address and Signature of Incorporator:</b> (attach additional page if more than one incorporator)	I declare, to the best of my knowledge under penalty of perjury, that the information contained herein is correct and acknowledge that pursuant to NRS 229.230, it is a category C felony to knowingly offer any false or forged instrument for filing in the Office of the Secretary of State. <b>Barry Skidelsky</b> Name 185 East 85th Street, 23D New York NY 10028 Address City State Zip Code <input checked="" type="checkbox"/> Incorporator Signature
<b>6. Certificate of Acceptance of Appointment of Registered Agent:</b>	I hereby accept appointment as Registered Agent for the above named Entity. <input checked="" type="checkbox"/> Authorized Signature of Registered Agent or On Behalf of Registered Agent Entity Date 11-6-2013

This form must be accompanied by appropriate fees.

Nevada Secretary of State NRS R2 Articles  
 Revised: 9/24/13

**ATTACHMENT TO  
NEVADA SECRETARY OF STATE  
FORM (ARTICLES OF INCORPORATION)**

THE FOLLOWING ADDITIONAL PROVISIONS SHALL BE DEEMED  
INCLUDED IN AND PART OF THE ARTICLES OF INCORPORATION OF

**RADIO PARADISE, INC.**

**Article 4  
Purpose**

The corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of the United States, or the corresponding section of any future federal tax law, and including but not limited to the acquisition and operation of one or more noncommercial educational broadcast stations in order to provide broadcast programming that will inform, educate and uplift the public.

**Article 7  
Indemnification**

The corporation does indemnify any directors, officers, employees, incorporators, and members of the corporation from any liability regarding the corporation and the affairs of the corporation, unless the person fraudulently and intentionally violated the law and/or maliciously conducted acts to damage and/or defraud the corporation, or as otherwise provided under applicable statute.

**Article 8  
Prohibited Activities**

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 the Second Article above. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and 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, 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 9**  
**Distributions Upon Dissolution**

Upon the dissolution of the corporation, after paying or making provisions for the payment of all the legal liabilities of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction 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 court shall determine which are organized and operated exclusively for such purposes.

**Article 10**  
**Principal Office**

The corporation has a principal office. The street address of the principal office is:  
4575 South Sandhill Road, Las Vegas, NV 89121.

**Article 11**  
**Effective Date and Existence**

The effective date of incorporation shall be upon filing by the Secretary of State.  
The corporation shall have perpetual existence.

**Article 12**  
**Members**

The corporation will not have members.

**Article 13**  
**Incorporator**

The name and address of the Incorporator is:  
Barry Skidelsky, 185 East 85<sup>th</sup> Street, 23D, New York, NY 10028

Dated: November 6, 2013

  
\_\_\_\_\_  
Barry Skidelsky, Incorporator

# SECRETARY OF STATE



## CORPORATE CHARTER

I, ROSS MILLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that **RADIO PARADISE, INC.**, did on November 13, 2013, file in this office the original Articles of Incorporation; that said Articles of Incorporation are now on file and of record in the office of the Secretary of State of the State of Nevada, and further, that said Articles contain all the provisions required by the law of said State of Nevada.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on November 13, 2013.

ROSS MILLER  
Secretary of State

Certified By: G Ramos  
Certificate Number: C20131113-0938  
You may verify this certificate  
online at <http://www.nvsos.gov/>



**ROSS MILLER**  
 Secretary of State  
 202 North Carson Street  
 Carson City, Nevada 89701-4201  
 (775) 684-5708  
 Website: [www.nvsos.gov](http://www.nvsos.gov)  
[www.nvsilverflume.gov](http://www.nvsilverflume.gov)

**Instructions for  
 Initial List/Annual List and State  
 Business License Application**

**ATTENTION:** You may now file your Initial/Annual List and State Business License online at [www.nvsilverflume.gov](http://www.nvsilverflume.gov)

**IMPORTANT: READ ALL INSTRUCTIONS CAREFULLY BEFORE COMPLETING FORM.**

TYPE or PRINT the following information on the Annual List:

1. The **NAME** and **ENTITY NUMBER** of the entity **EXACTLY** as it is registered with this office.
2. The **FILING PERIOD** is the month and year of filing TO the month and year 12 months from that date. Example: if the entity date was 1/12/99 the filing period would be 1/1999 to 1/2000.
3. The name and addresses as required on the list should be entered in the boxes provided on the form.
4. If qualified for a statutory exemption from the State Business License, enter the applicable code in the area provided. If claiming exemption, a Declaration of Eligibility for State Business License Exemption must accompany initial list. Entities claiming exemption cannot file online.
5. The **SIGNATURE**, including signer's title and date signed **MUST** be included in the areas provided at the bottom of the form. Signature may be that of an officer or equivalent or that of another person authorized by the entity to sign the list.
6. Completed **FORM, FEES and applicable PENALTIES** must be returned to the Secretary of State. Pursuant to NRS 225.085, all Initial and Annual Lists must be in the care, custody and control of the Secretary of State by the close of the business on the due date. Lists received after the due date will be returned unfiled, and will require any associated fees and penalties as a result of being late. Trackable delivery methods such as Express Mail, Federal Express, UPS Overnight may be acceptable if the package was guaranteed to be delivered on or before the due date yet failed to be timely delivered.

**FILING FEES:** The annual filing fee for corporations will be based on the amount represented by the total number of shares provided for in the articles. See fee schedule or contact our office. Annual lists for nonprofit corporations without shares are \$25.00. Nonprofit corporations and corporations sole are not required to maintain a State Business License or pay the additional fee.

**ADDITIONAL FORMS** may be obtained on our website at [www.nvsos.gov](http://www.nvsos.gov) or by calling 775-684-5708.

**FILE STAMPED COPIES:** To receive one file stamped copy, please mark the appropriate check box on the list. Additional copies require \$2.00 per page and appropriate order instructions.

**CERTIFIED COPIES:** To order a certified copy, enclose an additional \$30.00 and appropriate instructions. A copy fee of \$2.00 per page is required for each copy generated when ordering 2 or more certified copies.

**EXPEDITE FEE:** Filing may be expedited for an additional \$125.00 fee for 24-hour service, \$500.00 for 2-hour service and \$1000.00 for 1-hour service.

Filing may be submitted at the office of the Secretary of State or by mail at the following addresses:

**MAIN OFFICE:**  
*Regular and Expedited Filings*

Secretary of State  
 Status Division  
 202 North Carson Street  
 Carson City NV 89701-4201  
 Phone: 775-684-5708  
 Fax: 775-684-7123

**SATELLITE OFFICE:**  
*Expedited Filings Only*

Secretary of State – Las Vegas  
 Commercial Recordings Division  
 555 East Washington Ave, Suite 5200  
 Las Vegas NV 89101  
 Phone: 702-486-2880  
 Fax: 702-486-2888

**(NONPROFIT) INITIAL/ANNUAL LIST OF OFFICERS AND DIRECTORS OF**

ENTITY NUMBER

RADIO PARADISE, INC.



NAME OF CORPORATION FOR THE FILING PERIOD OF NOV, 2013 TO NOV, 2014. Due by Dec 31, 2013

E0546752013-7

USE BLACK INK ONLY - DO NOT HIGHLIGHT



Return one file stamped copy. (If filing not accompanied by order instructions, file stamped copy will be sent to registered agent.)

100201

\*\*YOU MAY NOW FILE THIS LIST ONLINE AT www.nvsilverflume.gov\*\*

IMPORTANT: Read instructions before completing and returning this form.

- 1. Print or type names and addresses, either residence or business, for all officers and directors. A President, Secretary, Treasurer, or equivalent of and all Directors must be named. There must be at least one director. An Officer or other authorized signer must sign the form. FORM WILL BE RETURNED IF UNSIGNED.
2. If there are additional officers, attach a list of them to this form.
3. Return the completed form with the \$25.00 filing fee filing fee. A \$50.00 penalty must be added for failure to file this form by the deadline. An annual list received more than 90 days before its due date shall be deemed an amended list for the previous year.
4. Nonprofit entities formed under NRS Chapters 80 and 81 without 501(c) nonprofit designation are required to maintain a state business license. Those with 501(c) designation must indicate by checking box below. For those requiring a State Business License, the fee is \$200.00.
5. If nonprofit corporation intends to solicit charitable contributions, the Charitable Solicitation Registration Statement must be completed and attached. Failure to include the statement may result in rejection.
6. Make your check payable to the Secretary of State. Your canceled check will constitute a certificate to transact business.
7. Ordering Copies: If requested above, one file stamped copy will be returned at no additional charge. To receive a certified copy, enclose an additional \$30.00 per certification. A copy fee of \$2.00 per page is required for each additional copy generated when ordering 2 or more file stamped or certified copies. Appropriate instructions must accompany your order.
8. Return the completed form to: Secretary of State, 202 North Carson Street, Carson City, Nevada 89701-4201, (775) 684-5708.
9. Form must be in the possession of the Secretary of State on or before the last day of the first month following the incorporation/initial registration date. (Postmark date is not accepted as receipt date.) Forms received

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FILING FEE: \$25.00 LATE PENALTY: \$50.00 (if filing late)

Does Corporation intend to solicit charitable/tax deductible contributions? Yes\* No \*If yes, registration is statement required as of January 1, 2014.

For NRS Chapter 80 and 81 nonprofit corporations:
Pursuant to NRS Chapter 76, this entity is a 501(c) nonprofit entity and is exempt from the business license fee. Exemption code 002
NOTE: If claiming an exemption, a notarized Declaration of Eligibility form must be attached. Failure to attach the Declaration of Eligibility will result in rejection, which could result in late fees.
NAME TITLE(S) PRESIDENT (OR EQUIVALENT OF)
ADDRESS CITY STATE ZIP CODE
NAME TITLE(S) SECRETARY (OR EQUIVALENT OF)
ADDRESS CITY STATE ZIP CODE
NAME TITLE(S) TREASURER (OR EQUIVALENT OF)
ADDRESS CITY STATE ZIP CODE
NAME TITLE(S) DIRECTOR
ADDRESS CITY STATE ZIP CODE

None of the officers or directors identified in the list of officers has been identified with the fraudulent intent of concealing the identity of any person or persons exercising the power or authority of an officer or director in furtherance of any unlawful business.

I declare, to the best of my knowledge under penalty of perjury, that the information contained herein is correct and acknowledge that pursuant to NRS 239.330, it is a category C felony to knowingly offer any false or forged instrument for filing in the Office of the Secretary of State.

X Signature of Officer or Other Authorized Signature Title Date

Signature of Officer or Other Authorized Signature



ROSS MILLER  
 Secretary of State  
 202 North Carson Street  
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**ATTACH FORM ONLY IF CLAIMING A  
 STATE BUSINESS LICENSE EXEMPTION**



**Declaration of Eligibility for State  
 Business License Exemption**  
 (This form must be notarized)

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

This form must accompany the List of Officers only if claiming exemption from the State Business License. Please provide the information requested only for the exemption for which you claim eligibility. Failure to provide the requested information or to notarize this document will result in a rejected filing, which could result in late fees.

Entity Name:  NV Business I.D. Number:

**001 - Governmental Entity**

This entity is an incorporated or unincorporated agency or instrumentality of the United States government or any state government; a corporation wholly owned by the United States government; or county, city, district, or other political subdivision of a state.

**002 - 501(c) Nonprofit Entity**

This entity is qualified as a 501(c) Nonprofit Entity pursuant to Title 26 U.S.C. Section 501(c). Please provide the Internal Revenue Service (IRS) issued **Federal Employer Identification Number (FEIN)**

**005 - Motion Picture Company**

Is the primary purpose of this entity to create or produce motion pictures, as defined in NRS 231.020?  Yes  No  
 If yes to above question, does the creation or production of motion pictures occur in Nevada?  Yes  No  
 If so, please provide Nevada Film Office registration number:

**006 - NRS 680B.020 Insurance Company**

Are the activities of this entity regulated through a license or certificate of authority granted by the Division of Insurance pursuant to NRS Title 57?  
 Yes  No

If yes, provide license or certificate of authority number

**I declare under penalty of perjury, as a representative authorized by statute to file on behalf of the above named entity, that the declarations indicated above are true and correct.**

**X** \_\_\_\_\_  
 Signature Title Date

State of \_\_\_\_\_ County of \_\_\_\_\_

Subscribed and sworn to before me the \_\_\_\_\_ 20 \_\_\_\_\_

by \_\_\_\_\_  
 (Print name of Signer)

Notary Signature \_\_\_\_\_