

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
CORPORATION BUREAU
206 NORTH OFFICE BUILDING
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WWW.CORPORATIONS.STATE.PA.US/CORP

Germantown Community Broadcasting

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ENTITY NUMBER: 3707747

Cozen O'Connor PC
1900 Market St
Philadelphia, PA 19103

Commonwealth of Pennsylvania
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Secretary of the Commonwealth

ARTICLES OF INCORPORATION-DOMESTIC NONPROFIT CORPORATION

DSCB:15-5306 (Rev 90)

In compliance with the requirements of 15 Pa.C.S. § 5306 (relating to articles of incorporation), the undersigned, desiring to incorporate a nonprofit corporation, hereby states that:

1. The name of the corporation is: Germanatown Community Broadcasting
2. The (a) address of this corporation's initial registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:
 - (a) 436 W. Stafford St., First Floor, Philadelphia, PA 19144, Philadelphia County
Number and Street City State Zip County
 - (b) c/o: _____
Name of Commercial Registered Office Provider County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

3. The corporation is incorporated under the Nonprofit Corporation Law of 1988 for the following purpose or purposes:

The Corporation is formed exclusively for charitable, scientific, religious or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, and any subsequent amendments thereto (the "Code"), and particularly:

- a) To own and operate a community-based internet radio station to broadcast educational, cultural and public interest programs focusing on the neighborhood of Germanatown, the surrounding communities and all of Philadelphia, and related activities, and in furtherance of such purposes to exercise all rights and powers conferred by the laws of the Commonwealth of Pennsylvania.
 - b) The Corporation shall not engage in activities which are not in furtherance of the above stated purposes.
4. (a) The corporation does not contemplate pecuniary gain or profit, incidental or otherwise. No part of the Corporation's net earnings shall inure to the benefit of, or be distributable to, any contributor, director, officer or other private individual or person except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered.
(b) No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, except to the extent permitted by Section 501(h) of the Code; the Corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.
(c) Upon any dissolution or winding-up of the Corporation, its assets remaining after all debts and expenses have been paid or provided for shall be distributed by the Board of Directors to one or more exempt purposes within the meaning of Section 501(c)(3) of the Code (or corresponding section of any future federal tax code) or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas 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.
(d) Notwithstanding any other provision hereof, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization which is described in Section 501(c)(3) of the Code or by a corporation contributions to which are deductible under Section 170(a)(2) of the Code.
5. The corporation is organized upon a nonstock basis.

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6. The corporation shall have no members.

7. The name and address, including street and number, if any, of each incorporator is:

Name

Address

James Bear

436 W. Stafford St., First Floor, Philadelphia, PA 19144

8. The specified effective date, if any, is: None
month day year hour, if any

9. The term for which the corporation is to exist is perpetual.

10. Additional provisions of the articles, if any, attach on 8 1/2 x 11 sheet.

DSCB:15-5306 (Rev 90)-2

IN TESTIMONY WHEREOF, the incorporator has signed these Articles of Incorporation this 1st day of February, 2007.

James C. Bear
(Signature)