

Exhibit 12 Page 1
Network of Glory, LLC

CERTIFIED TO BE A TRUE AND CORRECT COPY
AS TAKEN FROM AND COMPARED WITH THE
ORIGINAL ON FILE IN THIS OFFICE

STATE OF SOUTH CAROLINA
SECRETARY OF STATE

MAY 11 2007

ARTICLES OF ORGANIZATION
LIMITED LIABILITY COMPANY

Mark Hammond
SECRETARY OF STATE OF SOUTH CAROLINA

TYPE OR PRINT CLEARLY IN BLACK INK

The undersigned delivers the following articles of organization to form a South Carolina limited liability company pursuant to Sections 33-44-202 and 33-44-203 of the 1976 South Carolina Code of Laws, as amended.

1. The name of the limited liability company which complies with Section 33-44-105 of the South Carolina Code of 1976, as amended is Network of Glory, LLC

2. The address of the initial designated office of the Limited Liability Company in South Carolina is
102 Red Branch Lane

Street Address

Simpsonville, South Carolina 29681

City

Zip Code

3. The initial agent for service of process of the Limited Liability Company is

Lola Stradford Richey

Name

[Signature]
Signature

and the street address in South Carolina for this initial agent for service of process is

102 Red Branch Lane

Street Address

Simpsonville, South Carolina 29681

City

Zip Code

4. The name and address of each organizer is

- (a) Lola Stradford Richey

Name

102 Red Branch Lane

Street Address

Simpsonville

City

South Carolina

State

29681

Zip Code

- (b)

Name

Street Address

City

State

Zip Code

(Add additional lines if necessary)

5. ☐ Check this box only if the company is to be a term company. If so, provide the term specified:

070522-0166

FILED: 05/11/2007

NETWORK OF GLORY, LLC

Filing Fee: \$110.00 ORIG



Mark Hammond

South Carolina Secretary of State

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Network of Glory, LLC

Name of Limited Liability Company

6. ☒ Check this box only if management of the limited liability company is vested in a manager or managers. If this company is to be managed by managers, specify the name and address of each initial manager.

(a) Lola Stradford Richey

Name

102 Red Branch Lane

Street Address

Simpsonville

City

South Carolina

State

29681

Zip Code

(b)

Name

Street Address

City

State

Zip Code

(c)

Name

Street Address

City

State

Zip Code

(d)

Name

Street Address

City

State

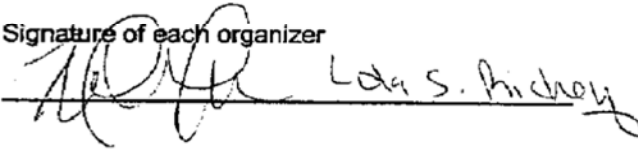
Zip Code

(Add additional lines if necessary)

7. ☐ Check this box only if one or more of the members of the company are to be liable for its debts and obligations under section 33-44-303(c). If one or more members are so liable, specify which members, and for which debts, obligations or liabilities such members are liable in their capacity as members.

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LLC
Name of Limited Liability Company

8. Unless a delayed effective date is specified, these articles will be effective when endorsed for filing by the Secretary of State. Specify any delayed effective date and time:
9. Set forth any other provisions not inconsistent with law which the organizers determine to include, including any provisions that are required or are permitted to be set forth in the limited liability company operating agreement. *See attached.*
10. Signature of each organizer

Date May 7, 2007
(Add Additional lines if necessary)

FILING INSTRUCTIONS

1. File two copies of this form, the original and either a duplicate original or a conformed copy.
2. If space on this form is not sufficient, please attach additional sheets containing a reference to the appropriate paragraph in this form, or prepare this using a computer disk which will allow for expansion of the space on the form.
3. This form must be accompanied by the filing fee of \$110.00 payable to the Secretary of State.

Return to: Secretary of State
P.O. Box 11350
Columbia, SC 29211

NOTE

THE FILING OF THIS DOCUMENT DOES NOT, IN AND OF ITSELF, PROVIDE AN EXCLUSIVE RIGHT TO USE THIS CORPORATE NAME ON OR IN CONNECTION WITH ANY PRODUCT OR SERVICE. USE OF A NAME AS A TRADEMARK OR SERVICE MARK WILL REQUIRE FURTHER CLEARANCE AND REGISTRATION AND BE AFFECTED BY PRIOR USE OF THE MARK. FOR MORE INFORMATION, CONTACT THE TRADEMARKS DIVISION OF THE SECRETARY OF STATE'S OFFICE AT (803) 734-1728.

PURPOSE AND MISSION OF THE NETWORK OF GLORY

The Network of Glory is devoted to leading others in the praise and worship of God. We are committed and dedicated to broadcast the Gospel of Jesus Christ via radio, publications and the internet and to diligently obey Matthew 28:18-20. The Network of Glory is a nondenominational, nonprofit and noncommercial Christian Ministry targeting the African-American and other poor urban communities. Our broadcasting and publications aim to teach the Christian message and to play music that is positive, uplifting and "kind to the whole family" to listen.

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AS TAKEN FROM AND COMPARED WITH THE
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MAY 23 2007

STATE OF SOUTH CAROLINA
SECRETARY OF STATE

AMENDED ARTICLES OF ORGANIZATION
LIMITED LIABILITY COMPANY

Mark Hammond
SECRETARY OF STATE OF SOUTH CAROLINA

TYPE OR PRINT CLEARLY IN BLACK INK

The Limited Liability Company amends its articles of organization in accordance with Section 33-44-204 of the 1976 South Carolina Code of Laws, as amended.

1. The name of the Limited Liability Company is Network of Glory, LLC.
2. The date the articles of organization were filed is May 7, 2007.
3. The articles of organization are amended in the following respects, of which all amended provisions may lawfully be included in the articles of organization.

See 501(c)(3) Attachment

4. Please attach additional amendments if space is needed.

Date May 17, 2007

Lola Stradford Richey
Signature

Lola Stradford Richey, Manager
Name/ Capacity

FILING INSTRUCTIONS

1. If management of the Limited Liability Company is vested in managers, a manager shall execute these amended articles of organization. If management of the Limited Liability Company is reserved to the members, a member shall execute these amended articles of organization. Specify whether a member or manager is executing these amended articles of organization.
2. File two copies of this form, the original and either a duplicate original or a conformed copy.
3. This form must be accompanied by the filing fee of \$110.00, payable to the Secretary of State.

Return to: Secretary of State
PO Box 11350
Columbia SC 29211

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070606-0179 FILED: 05/23/2007
NETWORK OF GLORY, LLC

Filing Fee: \$110.00 ORIG



Mark Hammond

South Carolina Secretary of State

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Network of Glory, LLC

Name of Corporation

1. Notwithstanding any other provisions of these articles, the purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.
2. Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization 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.
3. Upon dissolution 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 of 1986 or the corresponding provision 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 so 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 for such purposes.

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**UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS OF
NETWORK OF GLORY, LLC TO AMEND THE BYLAWS AND ARTICLES OF
ORGANIZATION OF NETWORK OF GLORY, LLC**

WHEREAS, Network of Glory, LLC (“NOGLLC”) will submit 10 applications to the Federal Communications Commission (“FCC”) during the FCC’s October 12 – October 19, 2007 filing window for noncommercial educational FM stations (the “Applications”); and

WHEREAS, there are likely to be competing applicants for the frequencies sought by NOGLLC, and in such cases the FCC selects the applicant who achieves the highest score under certain criteria, one of which is “diversity of ownership,” which favors applicants who certify that they and their officers and directors do not, and may not under the applicant’s organizational rules, have an “attributable” (ownership or official) interest in other radio stations whose principal community (or city grade) contours overlap the principal community contour of the station applied for; and

WHEREAS, it is appropriate to enable such certifications through amendments to NOGLLC’s Bylaws and Articles of Organization, because NOGLLC neither operates nor intends to apply for other stations the principal community contours of which would overlap the applicable contours specified in the Applications and because none of NOGLLC’s members, officers or directors are known to have attributable interests in any such stations.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors that Article X of the Bylaws of NOGLLC is hereby amended to read, in its entirety, as follows:

“10.1: As required by the FCC’s rules, Network of Glory, LLC (“NOGLLC”) shall maintain local diversity of ownership as follows: (i) NOGLLC shall not seek consent from the FCC to obtain an AM, FM, or FM translator station the principal community contour of which would overlap any of the principal community contours of the facilities proposed in any of the 10 applications submitted by NOGLLC to the Federal Communications Commission (“FCC”) during the FCC’s October 12 – October 19, 2007 filing window for noncommercial educational FM stations (the “Applications”) that are granted by the FCC based on its evaluation of local diversity of ownership points; (ii) NOGLLC shall not elect, appoint, or permit to serve as a member, officer or director of NOGLLC any person who has an attributable interest in any AM, FM or FM translator station the principal community contour of which would overlap the principal

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community contour of the facilities proposed in any of the Applications granted by the FCC based on its evaluation of local diversity of ownership points; and (iii) NOGLLC shall not take any other action that would eliminate NOGLLC's entitlement to any FCC credit for diversity of ownership received in connection with any of the Applications. The provisions of this paragraph shall expire and have no force or effect with respect to an Application if and at such time as the FCC dismisses or denies that Application and that action becomes final. The definitions of the terms "principal community contour," "attributable," and "final" shall be those contained in the rules, regulations, and policies of the FCC."

FURTHER, BE IT RESOLVED by the Board of Directors that the Articles of Organization of NOGLLC are hereby amended to read as follows:

"Notwithstanding any other provisions of these Articles, as required by the FCC's rules, Network of Glory, LLC ("NOGLLC") shall maintain local diversity of ownership as follows: (i) NOGLLC shall not seek consent from the FCC to obtain an AM, FM, or FM translator station the principal community contour of which would overlap any of the principal community contours of the facilities proposed in any of the 10 applications submitted by NOGLLC to the Federal Communications Commission ("FCC") during the FCC's October 12 – October 19, 2007 filing window for noncommercial educational FM stations (the "Applications") that are granted by the FCC based on its evaluation of local diversity of ownership points; (ii) NOGLLC shall not elect, appoint, or permit to serve as a member, officer or director of NOGLLC any person who has an attributable interest in any AM, FM or FM translator station the principal community contour of which would overlap the principal community contour of the facilities proposed in any of the Applications granted by the FCC based on its evaluation of local diversity of ownership points; and (iii) NOGLLC shall not take any other action that would eliminate NOGLLC's entitlement to any FCC credit for diversity of ownership received in connection with any of the Applications. The provisions of this paragraph shall expire and have no force or effect with respect to an Application if and at

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such time as the FCC dismisses or denies that Application and that action becomes final. The definitions of the terms "principal community contour," "attributable," and "final" shall be those contained in the rules, regulations, and policies of the FCC."

IN WITNESS WHEREOF, the undersigned have executed this Unanimous Written Consent, which shall be effective as of the 17th day of October 2007.

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| <u>s/ Lola S. Richey</u> Lola S. Richey, President, Executive Director, and Manager | October 17, 2007 |
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| <u>s/ Caroline M .W. Horlbeck</u> Caroline M. W. Horlbeck, Vice President and Director | October 17, 2007 |
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| <u>s/ Rosie Jackson</u> Rosie Jackson, Treasurer and Director | October 17, 2007 |
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| <u>s/ Donna Farnsworth</u> Donna Farnsworth, Secretary and Director | October 17, 2007 |
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| <u>s/ Rodney W. Richey</u> Rodney W. Richey, Director | October 17, 2007 |
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