

**RESOLUTIONS OF BOARD OF DIRECTORS AMENDING**  
**THE BYLAWS**  
**OF**  
**COOK COUNTY COMMUNITY RADIO CORPORATION**

On this 1st day of October, 2007, at a duly called meeting of the Board of Directors of Cook County Community Radio Corporation (the "Corporation"), said Directors did duly adopt the following Resolutions to Amend the Bylaws of the Corporation, and, in so doing, waived all notices, statutory and otherwise, that may otherwise be required as a condition to the holding of the meeting:

**WHEREAS**, the Corporation, in furtherance of its educational and cultural purposes, wishes to file applications for permits to construct new noncommercial educational FM radio stations, hereinafter the "Proposed Stations," to serve Grand Portage, Minnesota, and Gunflint Trail, Minnesota, hereinafter referred to as the "Communities"; and

**WHEREAS**, in the event that competing applications are received, the Federal Communications Commission ("FCC") favors applicants that are, and that will commit to remain, an "established local entity," and that provide, and that will commit to provide, "local diversity of ownership" pursuant to the attached portions of Sections 73.7000, Section 73.7003(b)(1), Section 73.7003(b)(2) of the FCC's Rules, and Section 73.7005 of the FCC's Rules; and

**WHEREAS**, the Corporation will provide "local diversity of ownership" with respect to the applications for the Proposed Stations; and

**WHEREAS**, neither the Corporation nor any member of its Board of Directors has any attributable interest in any radio station or authorized construction permit for a radio station whose principal community contour overlaps the principal community contours of the Proposed Stations; and

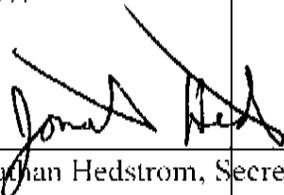
**WHEREAS**, the directors of the Corporation seek to amend the Bylaws of the Corporation to preserve its ability to provide local diversity of ownership for the applicable holding period in the FCC's Rules.

**NOW THEREFORE, BE IT RESOLVED**, that the Bylaws of the Corporation are hereby amended to add the following new Section 9.7:

**SECTION 9.7 Local Diversity of Ownership**. Neither the Corporation nor its Directors will hold any other FCC-defined attributable interest in any other radio broadcast station or authorized construction permit for a radio station the FCC-defined principal community contour of which overlaps that of the Corporation's proposed or, if applicable, constructed stations at Grand Portage, Minnesota, and Gunflint Trail, Minnesota.

Notwithstanding Section 9.4, the Bylaws of the Corporation shall not be amended in any manner that causes the Corporation to lose its qualification for local diversity of ownership under FCC Rules 73.7003(b)(2), or any successor provisions, for as long as the Corporation has an application for new noncommercial educational radio stations pending for Grand Portage, Minnesota, and Gunflint Trail, Minnesota, and, if applicable, for the holding period under FCC Rule 73.7005, or any successor provision.

**IN WITNESS WHEREOF**, the undersigned, as Secretary of the Corporation, hereby certifies that the forgoing Resolutions to Amend the Bylaws were adopted by the Board of Directors of said Corporation on October 19, 2007.

  
Jonathan Hedstrom, Secretary

Attest:   
Dchlia Seim, President