

Big South

Community Broadcasting, Inc.

ARTICLES OF INCORPORATION

OF

BIG SOUTH COMMUNITY BROADCASTING

The undersigned incorporator(s), a natural person 18 years of age or older, in order to form a corporate entity adopts the following articles of incorporation.

ARTICLE I

NAME/REGISTERED OFFICE

The name of this corporation shall be Big South Community Broadcasting, located at 310 Highway 195, Suite Four, Jasper, AL 35503.

ARTICLE II

PURPOSE

This corporation is organized exclusively for educational purposes, more specifically on the belief that radio should be localized and personalized to fit the needs of the community it serves. Therefore, the corporation has a mission to free local airwaves and give the community it serves an outlet for local programming specifically designed by our broadcast professionals to meet the needs of the community. To this end, the corporation shall at all times be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, 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 1986, as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

At all times, the Corporation shall:

- (a) Be Physically headquartered, or
- (b) Have campus, or
- (c) Have 75% of its board members reside:

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Judge of Probate
Walker County, Alabama

Within 25 miles of the reference coordinates of the community to be served by a new noncommercial radio station for which the Corporation files a construction permit application.

At no time shall the Corporation, nor any parent or subsidiary, or any officer or director, of the Corporation, have an attributable interest in another radio station, or construction permit for a radio station, if the principal community contour of such station would overlap, in whole or in part, the principal community contour of any noncommercial radio station for which the Corporation files a construction permit application.

ARTICLE III

EXEMPTION REQUIREMENTS

At all times shall the following operate as conditions restricting the operations and activities of the corporation:

1. The corporation shall not afford pecuniary gain, incidentally or otherwise to its members. No part of the net earnings of this corporation shall inure to the benefit of any member of the corporation, except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes. Such net earnings, if any, of this corporation shall be used to carry out the nonprofit corporate purposes set forth in Article II above.

2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

ARTICLE IV

DURATION

The duration of the corporate existence shall be perpetual.

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ARTICLE V

MEMBERSHIP/BOARD OF DIRECTORS

The corporation shall have no members. The management of the affairs of the corporation shall be vested in a Board of Directors, as defined in the corporation's bylaws. No Director shall have any right, title, or interest in or to any property of the corporation.

The number of Directors constituting the first Board of Directors is four, their names and addresses being as follows:

Brett Elmore – President – P.O. Box 1065, Jasper, AL 35502

Durwood Wilson – Vice President – 1319 West 22nd Street, Jasper, AL 35501

Barry Patilla – Secretary – 155 Highland Street East, Cordova, AL 35550

Shanna Elmore – Treasurer – 174 Water Oak Street, Oakman, AL 35579

Members of the first Board of Directors shall serve until the first annual meeting, at which their successors are duly elected and qualified, or removed as provided in the bylaws.

ARTICLE VI

PERSONAL LIABILITY

No officer, or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the officer, or Directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE VII

DISSOLUTION

At the time of dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, dispose of all of the assets of the corporation. In no case shall a disposition be made which would not qualify as a charitable contribution under Section 170(c)(1) or (2) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, in such manner as the Board of Directors shall determine.

ARTICLE VIII

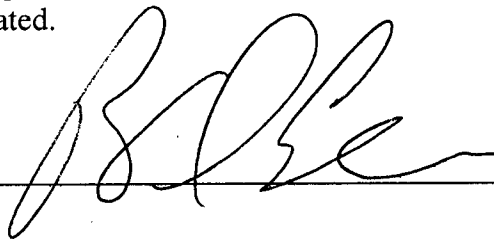
INCORPORATOR(S)

The incorporator(s) of this corporation is/are:

Brett Elmore – Post Office Box 1065, Jasper, AL 35502

The undersigned incorporator(s) certify(ies) that she/he/they execute(s) these articles for the purposes herein stated.

Signature & Date



9/12/07

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