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ARTICLES OF INCORPORATION
OF
SACRAMENTO VALLEY PUBLIC RADIO, INC.

FILED
in the office of the Secretary of State
of the State of California

MAY - 4 1990

March Fong Eu
MARCH FONG EU, Secretary of State

I

The name of the Corporation is SACRAMENTO VALLEY PUBLIC RADIO, INC.

II

A. This Corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for public purposes.

B. The specific purpose for which this Corporation is exclusively organized is to operate one or more FM radio stations offering news, classical and jazz music and other programming of the highest quality for the benefit of individuals within the Corporation's service area. One of the stations which will be operated by the corporation is KXPR-FM, a public radio station currently operated under an FCC license issued to California State University Sacramento.

III

The name and address in the State of California of this Corporation's initial agent for service of process are: Philip Corriveau, 3416 American River Drive, Suite B, Sacramento, California 95864.

IV

A. This Corporation is organized and operated exclusively for charitable purposes within the meaning of section 501(c) of the Internal Revenue Code.

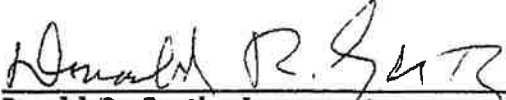
B. No substantial part of the activities of this Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

C. Notwithstanding any other provision of these articles, the Corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), or (b) by a corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

V

The property of the Corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this Corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this Corporation shall be distributed to the Trustees of California State University Sacramento, or in the event said Trustees are unable or unwilling to accept such distribution, to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under

section 501(c)(3) of the Internal Revenue Code and Section 23701(d) of the California Revenue and Taxation Code.


Donald R. Gerth, Incorporator