

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

HOPE PRODUCTIONS, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of HOPE PRODUCTIONS, INC. duly signed pursuant to the provisions of the Idaho Nonprofit Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: July 28, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *Shirley J. Clark*

ARTICLES OF INCORPORATION
OF
HOPE PRODUCTIONS, INC.

Jul 28 11 09 AM '91
SECRETARY OF STATE

The undersigned, acting as the incorporator of a nonprofit corporation ("Corporation") organized under and pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code ("Act"), adopt the following Articles of Incorporation for the Corporation.

ARTICLE I. NAME.

The name of the Corporation is Hope Productions, Inc.

ARTICLE II. NONPROFIT STATUS.

The Corporation is a nonprofit corporation.

ARTICLE III. PERIOD OF DURATION.

The period of duration of the Corporation is perpetual.

ARTICLE IV. INITIAL REGISTERED OFFICE AND AGENT.

The location of this Corporation is in the City of Caldwell, County of Canyon, State of Idaho. The address of the initial registered office is 2424 Fairview Ave., Caldwell, Idaho, 83605, and the name of the initial registered agent at this address is William Hull.

ARTICLE V. PURPOSES.

The purposes for which the Corporation is organized and will be operated are as follows:

A. To oversee and/or perform production, programming and fund raising for radio and television stations with inspirational, educational, and family oriented programming, consistent with Christian principles, including but not limited to TV Channel 22, a community broadcasting station. A purpose is to serve the total needs of the people in the broadcasting area, while nurturing a sense of individual wholeness and Christian community. A purpose is to be relevant and current on issues that affect the community. The broadcasting operation is designed to be nonsectarian in its approach and its response to community needs as required by the FCC.

B. Charitable, religious, educational, or the prevention of cruelty to children or animals within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, or the corresponding section of any future federal

tax code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under such Section 501(c)(3). These purposes shall be performed in a manner consistent with Christian principles.

C. To exercise all powers granted by law necessary and proper to carry out the above-stated purposes, including but not limited to the power to accept donations of money, property, whether real or personal, or any other thing of value. Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business for profit, to exercise any power, or to do any act that a corporation formed under the Act, or any amendment thereto or substitute therefor, may not at that time lawfully carry on or do.

ARTICLE VI. LIMITATIONS.

No part of the net earnings or the assets of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers, or other private persons except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article V hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986, as amended from time to time, or the corresponding section of any future federal tax code.

ARTICLE VII. MEMBERS.

The Corporation shall have no members.

ARTICLE VIII. BOARD OF DIRECTORS.

The affairs of the corporation shall be managed by its Board of Directors. The Board of Directors shall consist of not less than three (3) individuals. The actual number of Directors and length of term shall be fixed according to the Bylaws of the Corporation. Other than the initial Board of Directors, the Directors shall be elected pursuant to guidelines in the Bylaws.

The names and addresses of the persons constituting the

initial Board of Directors are:

NAME	ADDRESS
William Hull, Chairman	2424 Fairview Ave, Caldwell, Idaho
Dan Peters	2318 Dixie Circle, Caldwell, Idaho
David Gay	3645 Stanwich Dr., Meridian, Idaho

ARTICLE IX. DISTRIBUTION ON DISSOLUTION.

Upon dissolution of the Corporation, the Board of directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation consistent with the purposes of the Corporation to such organization or organizations as shall at the time qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, or the corresponding section of any future federal tax code, in such manner as the Board of Directors shall determine. Any such assets not so distributed shall be distributed by the district court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organizations, as such court shall determine to be consistent with the purposes of the Corporation.

ARTICLE X. AMENDMENTS.

These Articles may be amended or restated only by an affirmative vote of at least two-thirds of the Board at the time of the amendment or restatement.

ARTICLE XI. INCORPORATOR.

The name and street address of the incorporator is William Hull, 2424 Fairview Ave., Caldwell, Idaho, 83605.

ARTICLE XII. BYLAWS.

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws.

DATED this 27th day of July, 1993.


William Hull, Incorporator

STATE OF IDAHO
S. Clerk
J. K. J. J.
GO. 08