

**Amended Articles of Incorporation
Of
National Federation of Community Broadcasters Inc.
(Section 242)**

The undersigned, serving as the Board of Directors of the National Federation of Community Broadcasters Inc., adopt the following amended articles of incorporation for such corporation.

ARTICLE I

The name of the corporation, hereinafter referred to as the "Corporation" is National Federation of Community Broadcasters Inc.

ARTICLE II

The period of duration of the Corporation is perpetual.

ARTICLE III

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, 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, or corresponding section of any future federal tax code. The Corporation may receive and administer funds for scientific, religious, educational, and charitable purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 and to that end, the Corporation is empowered to hold any property, or any undivided interest therein, without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-Laws of the Corporation, or any applicable laws, to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof.

ARTICLE JV

The property of this Corporation is irrevocably dedicated to charitable purposes, and no part of the net income or assets of the corporation shall inure to the benefit of private persons.

ARTICLE V

Upon the dissolution or winding up of the Corporation, its assets remaining after payment, or provision for payment, or all debts and liabilities of this corporation, shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code, as amended.

The use and disposition on dissolution or winding up of real or personal property owned or used by this Corporation in states other than Delaware shall be limited to the purposes stated in the foregoing paragraph in such a manner as to satisfy the requirements of the laws of such states for exemption of such property from property taxation in such states.

ARTICLE VI

The qualifications for members and the manner of their admissions shall be regulated by the by-laws.

ARTICLE VII

The street address in the state of Delaware of the registered office of the Corporation Trust Company is 1209 Orange Street, in the City of Wilmington, County of New Castle, and the name of the registered agent at such address is the Corporation Trust Company.

ARTICLE VIII

The territory in which the operations of the Corporation are principally to be conducted is the United States of America and its territories and possessions, but the operations of the Corporation shall not be limited to such territory.

ARTICLE IX

The board of directors shall consist of at least three (3) members, who need not be residents of the state of Delaware.

ARTICLE X

The names and addresses of the persons who currently serve as directors are as follows:

Carol Pierson, President and CEO
NFCB
Fort Mason Center, Building D
San Francisco, CA 94123

Eva Torres-Vazquez
Radio Bilingüe, Inc.
5005 E. Belmont
Fresno, CA 93727

Barbara Bernstein
1214 SE Flavel Street
Portland, OR 97202

Valerie van Isler
WBAI-FM
120 Wall Street
New York, NY 10005

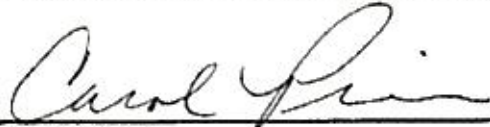
Michael Huntsberger, Board Chair
KAOS-FM
Evergreen State College
Olympia, WA 98505

Karolyn van Putten, Treasurer
Western Public Radio
Fort Mason Center, Building D
San Francisco, CA 94123

Dick Noble, Secretary
KZUM-FM
941 O Street, Suite 1025
Lincoln, NE 68508

John Gregg
American Indian Radio on Satellite
P. O. Box 83111
Lincoln, NE 68501

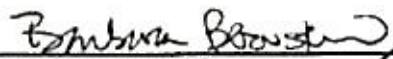
IN WITNESS WHEREOF, the undersigned have made and subscribed to these Amended Articles of Incorporation at San Francisco, California, on January 20, 1999.



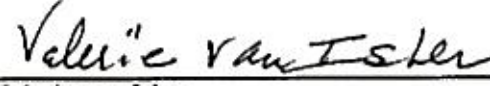
Carol Pierson



Eva Torres-Vazquez



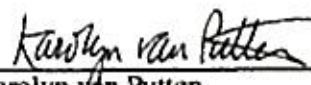
Barbara Bernstein



Valerie van Isler



Michael Huntsberger



Karolyn van Putten



Dick Noble



John Gregg