

Commonwealth of Kentucky

OFFICE OF
SECRETARY OF STATE

DREXELL R. DAVIS
Secretary



FRANKFORT,
KENTUCKY

CERTIFICATE OF DISSOLUTION OF

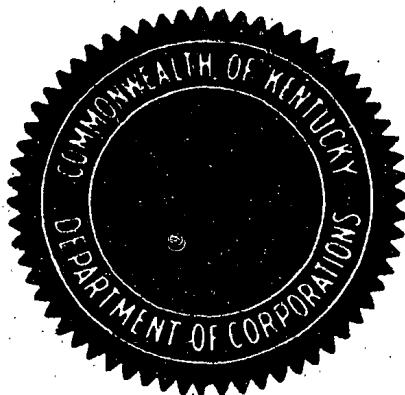
Bingham Enterprises Foundation of Kentucky, Inc.

I, DREXELL R. DAVIS, Secretary of State of the Commonwealth of Kentucky, do hereby certify that triplicate originals of Articles of Dissolution of

Bingham Enterprises Foundation of Kentucky, Inc.

duly signed and verified pursuant to the provisions of Kentucky Revised Statutes Chapter 271A have been received in this office and comply with the statutes.

Accordingly, as Secretary of State and by virtue of the authority vested in me by law, I do hereby issue this Certificate of Dissolution of the aforesaid corporation.



Witness my official signature and seal of office this 25th
day of November, 19 87, at Frankfort, Kentucky.

Drexell R. Davis

SECRETARY OF STATE

SECRETARY OF STATE

ASSISTANT SECRETARY OF STATE

ORIGINAL COPY FILED
SECRETARY OF STATE OF KENTUCKY
FRANKFORT, KENTUCKY

KVB
NOV 25 1987

\$5.00
Duffell R. Davis

ARTICLES OF DISSOLUTION
OF
BINGHAM ENTERPRISES FOUNDATION
OF KENTUCKY, INC.

SECRETARY OF STATE Pursuant to the provisions of KRS 273.313, the undersigned corporation executes the following Articles of Dissolution:

FIRST: The name of the corporation is Bingham Enterprises Foundation of Kentucky, Inc. 501970

SECOND: The corporation has no members. The corporation's Board of Directors adopted a resolution to dissolve the corporation by unanimous consent in writing dated as of November 3, 1987.

THIRD: No plan of distribution was adopted by the corporation.

FOURTH: All debts, obligations and liabilities of the corporation have been paid and discharged, or adequate provision has been made thereof.

FIFTH: All remaining property and assets of the corporation have been distributed in accordance with the provisions of KRS 273.161 to 273.390.

SIXTH: There are no suits pending against the corporation in any court in respect of which adequate provision has not been made for the satisfaction of any judgment, order or decree which may be entered against it.

Dated as of the 3rd day of November, 1987.

BINGHAM ENTERPRISES FOUNDATION OF KENTUCKY, INC.

By George Barry Bingham
President

By John L. Richards
Secretary

STATE OF KENTUCKY)
 : SS
COUNTY OF JEFFERSON)

I, a notary public, do hereby certify that on this 3rd day of November, 1987, personally appeared before me George Barry Bingham, who, being duly sworn, declared that he is the President of Bingham Enterprises Foundation of Kentucky, Inc., that he signed the foregoing document as President of the corporation, and that the statements contained therein are true.

My commission expires:

My Commission Expires Sept. 24, 1991

Anne S. Edler
Notary Public

STATE OF KENTUCKY)
 : SS
COUNTY OF JEFFERSON)

I, a notary public, do hereby certify that on this 3rd day of November, 1987, personally appeared before me John L. Richards, who, being duly sworn, declared that he is the Secretary of Bingham Enterprises Foundation of Kentucky, Inc., that he signed the foregoing document as Secretary of the corporation, and that the statements contained therein are true.

My commission expires:

My Commission Expires Sept. 24, 1991

Anne S. Edler
Notary Public

**BINGHAM ENTERPRISES FOUNDATION
OF KENTUCKY, INC.**
525 West Broadway
Louisville, Kentucky 40202

November 13, 1987

Ms. Kim Bagwell
Office of the Secretary of State
Capitol Building
Frankfort, KY 40601

RE: Bingham Enterprises Foundation
of Kentucky, Inc.

Dear Ms. Bagwell:

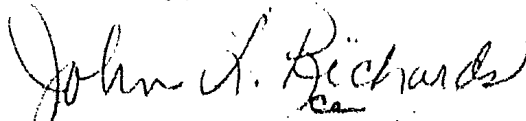
The Bingham Enterprises Foundation of Kentucky, Inc. has been dissolved. Enclosed are documents for the Dissolution pursuant to the laws of the Commonwealth of Kentucky. The first is the signed and notarized Articles of Dissolution, and second, the Consent in Writing by Directors.

Also enclosed is the \$5.00 fee required for dissolution of a non-profit corporation.

For any future correspondence regarding B.E.F., please send to me at 2320 Meidinger Tower, Louisville, Kentucky 40202.

Thank you for your cooperation in this matter.

Sincerely,



John L. Richards
Secretary
Bingham Enterprises Foundation
of Kentucky, Inc.

NOV 13 1987

Commonwealth of Kentucky

BINGHAM ENTERPRISES FOUNDATION OF KENTUCKY, INC.

CONSENT IN WRITING BY DIRECTORS

The undersigned, constituting all of the members of the Board of Directors of the Bingham Enterprises Foundation of Kentucky, Inc., a Kentucky nonprofit, nonstock corporation (the "Corporation"), hereby adopt the following resolutions by unanimous consent in writing pursuant to KRS 273.300(2) and KRS 273.377:

WHEREAS, the Corporation was organized on December 21, 1951 to operate for religious, charitable, scientific, literary or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954, as amended; and

WHEREAS, the Corporation has concluded its operations, has no assets, will not receive any additional contributions or otherwise acquire any assets, nor incur any debts;

NOW, THEREFORE, be it

RESOLVED, that in the judgment of the Board of Directors, it is deemed advisable and for the benefit of the Corporation that it be dissolved in accordance with the provisions of KRS 273.300-273.317;

RESOLVED, that, since the Corporation has neither assets nor debts, a plan of distribution within the meaning of KRS 273.307 need not be formulated and adopted;

RESOLVED, that the officers of the Corporation shall take all necessary and appropriate action to dissolve the Corporation pursuant to the laws of Kentucky; and

RESOLVED, that the proper officers of the Corporation be, and they hereby are, authorized and directed to do or cause to be done such acts and things as they may deem necessary or proper to effect the dissolution of the Corporation.

Dated as of the 3rd day of November, 1987.

The undersigned certify that they constitute the entire Board of Directors of the Corporation.

Mary C. Bingham
Mary C. Bingham

George Barry Bingham
George Barry Bingham

Eleanor Bingham Miller
Eleanor Bingham Miller

George Barry Bingham, Jr.
George Barry Bingham, Jr.

Cyrus MacKinnon
Cyrus MacKinnon

George N. Gill
George Gill