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AMR**Michael G. Adams**
Kentucky Secretary of State
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AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF

KENTUCKY CONGOLESE CHAMBER OF COMMERCE CO.

The undersigned sole shareholder and director, desiring to amend the Articles of Incorporation and elect to operate as a public benefits corporation under the provisions of KRS 271B, as amended, sets forth the following:

ARTICLE I: NAME

The name of the corporation shall be Kentucky Congolese Chamber of Commerce, PBC

ARTICLE II: AUTHORIZED CAPITAL

The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares of common stock with a par value of \$.10 per share. No stockholder shall have the preemptive right to acquire unissued shares of stock of the corporation. All certificates of stock shall recite that the corporation is a public benefits corporation.

ARTICLE III: REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the corporation is 1608 Jennifer Rd., #A5, Lexington, KY 40505. The name of the corporation's initial registered agent at that office is Adam Bwesi Ntedika, who is a resident of Kentucky.

ARTICLE IV: PRINCIPAL OFFICE

The mailing address of the corporation's principal office is 1608 Jennifer Rd., #A5, Lexington, KY 40505.

ARTICLE V: PUBLIC BENEFITS CORPORATION

The corporation shall be a public benefits corporation for the purpose of supporting the economic development of Congolese businesses and professionals through initiatives focused on: economic & small business development; public policy & legislative advocacy; leadership & workforce development; and network-to-network collaborations. The Corporation seeks to empower collaboration between Kentucky's Congolese market and the broader business community domestically and abroad, and to empower purpose-driven

leaders to impact their business community.

The corporation shall have the powers conferred upon corporations by KRS Chapter 271B as amended, and, therefore, the corporation shall have the power to transact any business not prohibited by law.

ARTICLE VI: INCORPORATOR

The name and mailing address of the incorporator is as follows: Adam Bwesi Ntedika, 1608 Jennifer Rd., #A5, Lexington, KY 40505.

ARTICLE VII: LIABILITY OF OFFICERS AND DIRECTORS

The liability of the officers and directors of the corporation shall be limited, and the corporation shall indemnify its officers and directors, as follows:

A. In any proceeding brought by or in the right of the corporation or brought by or on behalf of stockholders of the corporation, an officer or a director of the corporation shall not be liable to the corporation or its stockholders for any monetary damages arising out of any transaction, occurrence or course of conduct, unless in such proceeding the director or officer was adjudged to have engaged in willful misconduct or a knowing violation of the criminal law or any federal or state securities law.

B. To the full extent required or permitted by law, the corporation shall indemnify a director or officer of the corporation who is or was a party to any proceeding by reason of the fact that they are/were such a director or officer or are/were serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust, employee benefit plan or other profit or nonprofit enterprise. The corporation shall promptly pay for or reimburse the reasonable expenses, including attorneys' fees, incurred by any such officer or director of the corporation in connection with any such proceeding (whether or not made a party). The Board of Directors is hereby empowered, by majority vote of a quorum of disinterested directors, to contract in advance to indemnify any director or officer.

C. A director shall not, by virtue of the public benefit provisions set forth in these articles of incorporation, have any duty to any person on account of any interest of the person in the public benefit identified in the articles of incorporation or on account of any interest materially affected by the corporation's conduct. Any failure to fulfill the public benefits provision shall not constitute an act or omission by a director or a breach of the duty

of loyalty.

VIII: EFFECTIVE DATE

This application will be effective upon filing.

I/We declare under penalty of perjury under the laws of the state of Kentucky that the foregoing is true and correct.

INCORPORATOR/SOLE SHAREHOLDER/SOLE DIRECTOR:

 6/12/2024
Adam Bwesi Ntedika Date

CONSENT OF REGISTERED AGENT:

I, Adam Bwesi Ntedika, President of the corporation, consent to serve as registered agent on behalf of the corporation.

Signature:  Date 6/12/2024