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Michael G. Adams
Kentucky Secretary of State
Received and Filed:
1/26/2024 1:54 PM
Fee Receipt: \$8.00

**ARTICLES OF INCORPORATION
OF
Hailey's Happy Place, Inc.**

(a non-stock, non-profit corporation)

Pursuant to Kentucky Revised Statute 273.267 the Board of Directors of Hailey's Happy Place, Inc. states Articles of Incorporation are as follows:

ARTICLE I

The name of the corporation is Hailey's Happy Place, Inc.

ARTICLE II

This non-stock, non-profit corporation is organized primarily for the purpose of providing educational and charitable services.

ARTICLE III

The street address of the corporation's initial registered office shall be 2841 Hikes Lane, #111, Louisville, Kentucky 40218 and the name of the initial registered agent is B & B Location Services, LLC.

ARTICLE IV

The mailing address of the corporation's principal office and place of business is PO Box 91347, Louisville, Kentucky 40291.

ARTICLE V

The initial Board of Directors shall consist of three (3) Directors and their names and mailing addresses are:

Harry Vinegar - PO Box 91347, Louisville, Kentucky 40291

Stephanie Smith - PO Box 91347, Louisville, Kentucky 40291

Aundra Lipscomb - PO Box 91347, Louisville, Kentucky 40291

ARTICLE VI

The name and mailing address of the incorporator is as follows: Stephanie Smith – PO Box 91347, Louisville, Kentucky 40291.

ARTICLE VII

A Director of the corporation shall not be personally liable to the corporation for monetary damages for breach of duty as a Director, except for liability (i) for any transaction in which the Director's personal financial interest is in conflict with the financial interest of the

corporation; (ii) for acts or omissions not in good faith or which involve intentional misconduct or are known to the Director to be violation of law; and (iii) for any transaction from which the Director derived an improper personal benefit.

ARTICLE VIII

Said organization is organized exclusively for charitable and educational 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.

ARTICLE IX

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate of public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, corresponding section, of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(e)(2) of the Internal Revenue code, or corresponding section of any future federal tax code.

ARTICLE X

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or the such organizations, as

said Court shall determine, which are organized and operated exclusively for such purposes.



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Stephanie Smith
Incorporator

THIS INSTRUMENT PREPARED BY
Harry B. Borders, Esq.
BORDERS AND BORDERS, ATTORNEYS
920 Dupont Road, First Floor
Louisville, KY 40207
(502) 894-9200

Consent of Initial Agent for Service of Process to Serve

I, T. Renee Buster, Manager of B & B Location Services, LLC, having a principal place of business of 2841 Hikes Lane, #111, Louisville, Kentucky 40218, hereby agree and consent to serve as registered office and agent for service of process of Hailey's Happy Place, Inc.



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T. Renee Buster
Date: 1/23/2024

eSignature Details

Signer ID: D5HzBMQ1qjyrvN9qt6rR2pv7
Signed by: Stephanie A Smith
Sent to email: stephanie.realestate@outlook.com
IP Address: 74.139.17.119
Signed at: Jan 13 2024, 9:02 am EST

Signer ID: gL1tfyhkwjexUoqrCFiA5rB7
Signed by: t. renee buster
Sent to email: rbuster@bordersandborders.com
IP Address: 99.89.69.73
Signed at: Jan 23 2024, 9:22 am EST