

Articles of Incorporation of The Theatre Downstream, Inc.

The undersigned, all of whom are citizens of the United State, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law, do hereby certify:

First: The name of the corporation shall be The Theatre Downstream, Inc.

Second: The Theatre Downstream, Inc. is a non-profit organization whose purpose is to offer artistic opportunities and quality theatrical entertainment for the community.

Said 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 the corresponding section of any future federal tax code.

Third: The name of the registered agent is James Russell Cooper and the street address of the corporation's initial registered office in Kentucky is:

1621 Stevens Ave. Louisville, KY 40205

Fourth: The mailing address of the corporation's principal office is:

1621 Stevens Ave. Louisville, KY 40205

Fifth: The number of directors consulting constituting the initial board of directors is four. The names and mailing addresses of the persons who are to serve as the initial board of directors are as follows:

Name: James Russell Cooper Address: 1621 Stevens Ave., Louisville, KY 40205

Name: Jill Barnes-Moore Address: 302 E Washington, LaGrange, KY 40031

Name: Ashley Raymer-Brown Address: 600 Bohannon Rd., Pleasureville, KY 40057

Name: Rachael Yeager Address: 424 Rockbridge Rd., Shelbyville, KY 40065

Sixth: The name and mailing address of the incorporator is:

Name: James Russell Cooper Address: 1621 Stevens Ave., Louisville, KY 40205

Seventh: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 Second hereof. No substantial part of the activities of the corporation shall be 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 or in opposition to any