

HOPE ENTERPRISES OF RICHMOND KY INC

129 BIG HILL AVE.
RICHMOND, KY. 40475

Employer Identification Number: 46-3587034

ARTICLE I: NAME

The name of the corporation is HOPE ENTERPRISES OF RICHMOND KY INC

ARTICLE II: TYPE OF CORPORATION

The corporation is a non-profit corporation. The term of the corporation is perpetual.

ARTICLE III: ADDRESS

The **REGISTERED ADDRESS** of the corporation is: 129 BIG HILL AVE. RICHMOND, KY. 40475.

The **PRINCIPLE OFFICE ADDRESS** of the corporation is: 129 BIG HILL AVE. RICHMOND, KY. 40475.

ARTICLE IV: EXECUTIVE BOARD OF DIRECTORS

The activities of the corporation shall be carried out by a self-perpetuating Board of Directors, which shall consist of a number of members to be determined by the bylaws, but in any event not fewer than three members.

The governing body of the corporation shall be vested in a board of at least three members called the EXECUTIVE BOARD OF DIRECTORS. The original directors shall be appointed by the incorporator; subsequent directors will be appointed by unanimous vote from the EXECUTIVE BOARD OF DIRECTORS. The original EXECUTIVE BOARD OF DIRECTORS consists of the following offices and persons:

CHIEF EXECUTIVE OFFICER (CEO), PRESIDENT

1) DAVID LAMB

131 Big Hill Ave., Richmond, Ky. 40475

The office of CEO is the highest ranking executive in HOPE ENTERPRISES OF RICHMOND KY INC. The CEO's main responsibilities include, first and foremost, obtaining financing (a large majority of the CEO's time), along with setting the vision, followed by finding and creating affiliations and alliances. He is also responsible for developing and implementing high-level strategies, making major corporate decisions, managing the overall operations and resources, and acting as the main point of communication between the board of directors and the corporate operations. The CEO may have a position on the board, and in some cases be its chair. Additionally, the CEO should guide top-level management.

CHIEF OPERATING OFFICER (COO), VICE PRESIDENT

1) WALTER RHODUS

106 North Porter Drive, Richmond, Ky. 40475

The office of COO is responsible for ensuring the execution of all of the day-to-day tasks necessary to achieve HOPE ENTERPRISES OF RICHMOND KY INC.'s vision, and managing the company's non-senior level

employees.

INCORPORATOR

1) DAVID L LAMB

131 Big Hill Ave., Richmond, Ky. 40475

REGISTERED AGENT

1) DAVID L LAMB

131 Big Hill Ave., Richmond, Ky. 40475

DIRECTORS

1) DAVID L LAMB

131 Big Hill Ave., Richmond, Ky. 40475

2) WALTER RHODUS

106 North Porter Drive, Richmond, Ky. 40475

3) PAUL FARTHING

1014 Linden St., Richmond, Ky. 40475

ARTICLE V: PURPOSES

The purposes for which the corporation is organized are as follows:

- (a) To implement the gospel of Jesus Christ in Kentucky (and the world) by working in partnership with the economically disadvantaged, felons, ex-addicts, and "down and out" in order to create employment, transitional housing, transportation, drug rehabilitation programs, etc.
- (b) To cooperate with other charitable organizations, through grants and otherwise, which are working to create employment, transitional housing, transportation, drug rehabilitation programs, etc.
- (c) To communicate the gospel of Jesus Christ through Christian concern for our fellow man and by distribution of Bibles and other literature to all of those that we are in association with.
- (d) To receive, maintain and accept as assets of the corporation any property, whether real, personal or mixed, by way of gift, bequest, devise or purchase from any person, firm, trust or corporation, to be held, administered and disposed of exclusively for charitable, religious, educational and scientific purposes; but no gift, bequest, devise or purchase of any such property shall be received or made and accepted if it is conditioned or limited in such manner as shall require the disposition of income or principal to any organization other than a "charitable organization" or for any purposes other than "charitable purposes" which would jeopardize the status of the corporation as an entity exempt from federal income tax.
- (e) In general to promote and carry on any other purposes and activities for which corporations may be organized under the Kentucky Non-profit Corporation Code.
- (f) In the event of the dissolution and liquidation of this corporation, to the extent allowed or permitted under applicable laws, the property and assets of the corporation shall be, as determined by the board of Directors, distributed to or sold and the proceeds of such sales distributed to another non-profit organization.

(g) As a means of accomplishing the foregoing charitable, scientific, literary and educational purposes, the corporation shall have the following additional powers:

(1) To adopt, amend and alter bylaws of the corporation governing its internal affairs.

(2) To elect and appoint officers, agents and employees, consistent with said bylaws and this charter and not in violation of state law.

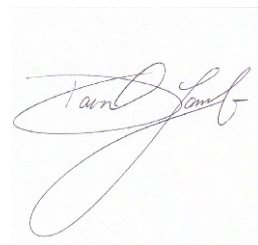
(3) To borrow money and from time to time to make, accept, endorse, execute and issue bonds, debentures, promissory notes, bills of exchange and other obligations of the corporation for monies borrowed or in payment for property acquired or from any of the other purposes of the corporation and to secure the payment of any such obligations by mortgage, pledge, deed of trust, indenture, agreement or other instrument of trust or by other privilege upon, assignment of or agreement in regard to all or any part of the property, rights or privileges of the corporation wherever situated, whether now owned or hereafter to be acquired.

(4) To invest and reinvest its funds in such stock, common or preferred, bonds, debentures, mortgages or in such other securities and property as may be provided for in the bylaws of the corporation, subject to the limitations and conditions contained in any bequest, devise, grant or gift, provided such limitations and conditions are not in conflict with the provisions of section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.

(5) In general and subject to such limitations and conditions as are or may be prescribed by law, to exercise such other powers which are now or hereafter may be conferred by law upon a corporation organized for the purposes herein above set forth, or reasonably necessary to the attainment of the purposes of the corporation, subject to the further limitation and condition that, notwithstanding any other provisions of these articles, only such powers shall be exercised as are in furtherance of the tax-exempt purposes of the corporation and as may be exercised by an organization exempt under section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended and by an organization, contributions to which are deductible under IRS code and regulations as they now exist or as they may hereafter be amended.

ARTICLE VI: AMENDMENTS

The EXECUTIVE BOARD OF DIRECTORS may from time to time by vote of a majority of the membership make, alter, amend or rescind any of the Articles of Bylaws of this corporation.

A handwritten signature in black ink, appearing to read "Tara G. Lamb", is written over a light blue rectangular background.

Incorporator/Chief Executive Officer