

ALLEN COUNTY SCHOOLS PARENT BOOSTERS, INC.

A Kentucky Nonprofit Corporation

ARTICLES OF INCORPORATION

Pursuant to §273.161 et seq. of the laws of Kentucky, the undersigned majority are citizens of the United States and residents of the state of Kentucky, do hereby submit these Articles of Incorporation for the purpose of forming a nonprofit corporation. The effective date of incorporation shall be upon filing with the Secretary of State.

ARTICLE I.

NAME

The name of this nonprofit corporation shall be Allen County Schools Parent Boosters, Inc. The business of the corporation shall be conducted under the name as selected.

ARTICLE II

DURATION

The period of duration of the corporation is perpetual.

ARTICLE III

PURPOSE

The Allen County Schools Parent Boosters, Inc. is a nonprofit volunteer organization composed of parents, staff and other interested parties who objective is to enrich the Allen County schools as well as the community. Our mission is to raise funds to enhance and expand our educational programs, support the students, their teachers, and the administration, in order to allow the students at the Allen County Schools to achieve their full potential. While the Allen County Schools Parent Boosters, Inc. primarily exists to assist our schools with financial support, the Allen County Schools Parent Boosters, Inc. also strives to promote good citizenship, high

ideals of character and academic achievement. Through these characteristics, the Allen County Schools Parent Boosters, Inc. recognizes the importance of education and the important role parents and the community play in educating every child. The corporation is organized and will be operated exclusively for charitable and educational purposes within the meaning of 501(c)(3) of the Internal Revenue Code. (All references to sections in these Articles refer to the Internal Revenue Code of 1986 as amended or to comparable sections of subsequent internal revenue laws.) In pursuance of these purposes the Corporation shall do all things necessary, proper and consistent with securing and maintaining tax exempt status under section 501(c)(3).

ARTICLE IV **MEMBERSHIP**

This corporation shall be comprised of members whose rights and qualifications determined in the manner set forth in the Bylaws.

ARTICLE V **NONPROFIT NATURE**

Allen County Schools Parent Boosters, Inc. is a nonprofit corporation. No part of the net earnings of the corporation shall inure to the benefit of or be distributed to any director, employee or other individual, partnership, estate, trust or corporation having a personal or private interest in the corporation. Compensation for services actually rendered and reimbursement for expenses actually incurred in attending to the affairs of this corporation shall be limited to reasonable amounts. No activities of the corporation shall include the carrying on of propaganda or otherwise attempting to influence legislation. Further, this corporation shall not intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of this

document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any 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 (c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE VI
ADDRESS OF THE CORPORATION

The physical address of the corporation is:

721 New Gallatin Road
Scottsville, Kentucky 42164
**physically located in Allen County, Kentucky*

The mailing address of the corporation is:

721 New Gallatin Road
Scottsville, Kentucky 42164

ARTICLE VII
BOARD OF DIRECTORS

Allen County Schools Parent Boosters, Inc. shall be governed by its board of directors as described in the Bylaws. The number of directors constituting the initial Board of Directors is seven (7), who are to serve as the initial directors until the first annual meeting, or until their successors are elected and qualified. The name and address of the initial directors of the corporation are as follows:

1. Holly Bray, 888 Clare Road, Franklin, Kentucky 42134
2. Shannon Emery, 510 Dover Church Road, Scottsville, Kentucky 42164
3. Kim Huntsman, 421 N. Spring Street, Scottsville, Kentucky 42164
4. Marcy Doss, 49 Applegate Court, Scottsville, Kentucky 42164
5. Tammy Wilkins, 919 Mayhew Road, Scottsville, Kentucky 42164
6. Angie Anderson, 570 Oliver Street, Scottsville, Kentucky 42164

7. Brian Carter, 570 Oliver Street, Scottsville, Kentucky 42164

The members of the Board of Directors, beyond the initial directors, shall be those individuals selected by the members in accordance with the Bylaws and are not limited in number by these Articles. The formula for determining the number of members comprising the Board of Directors is set forth in the Bylaws.

ARTICLE VIII **DISTRIBUTION UPON DISSOLUTION**

Upon the dissolution of the corporation, after paying or making provisions for the payment of all the legal liabilities of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of 501(c)(3) of the Internal Revenue Code, or the 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 so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine which are organized and operated exclusively for such purposes.

ARTICLE IX **PERSONAL LIABILITY**

No officer or director of this corporation shall be personally liable for the debts or obligations of Allen County Schools Parent Boosters, Inc. of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE X
APPOINTMENT OF REGISTERED AGENT

The registered agent is Brian Carter, who is a resident of the state of Kentucky and a director of the corporation, and the address of the initial registered office shall be:

570 Oliver Street
Scottsville, Kentucky 42164
**physically located in Allen County, Kentucky*

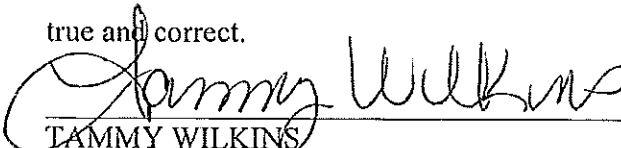
ARTICLE XI
INCORPORATORS

The name and mailing addresses of the incorporators are:

1. Tammy Wilkins, 919 Mayhew Road, Scottsville, Kentucky 42164
2. Kim Huntsman, 421 N. Spring Street, Scottsville, Kentucky 42164
3. Shannon Emery, 510 Dover Church Road, Scottsville, Kentucky 42164
4. Angie Anderson, 570 Oliver Street, Scottsville, Kentucky 42164

Executed by the incorporators on this 25th day of November, 2013.

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


TAMMY WILKINS

11-25-13
Date


KIM HUNTSMAN

11/25/13
Date


SHANNON EMERY

11-25-13
Date


ANGIE ANDERSON

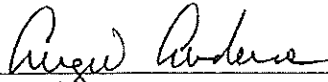
11-25-13
Date

We declare under penalty of perjury under the laws of the state of Kentucky that the foregoing Articles are true and correct and represent our intentions as stated.

COMMONWEALTH OF KENTUCKY
COUNTY OF ALLEN

Subscribed, sworn to, and acknowledged before me by TAMMY WILKINS, this 25th day of

November, 2013.

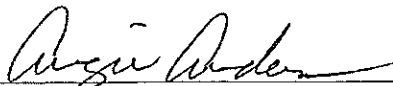


Notary Public
My Commission Expires: 7-5-15

COMMONWEALTH OF KENTUCKY
COUNTY OF ALLEN

Subscribed, sworn to, and acknowledged before me by KIM HUNTSMAN, this 25th day of

November, 2013.




Notary Public
My Commission Expires: 7-5-15

COMMONWEALTH OF KENTUCKY
COUNTY OF ALLEN

Subscribed, sworn to, and acknowledged before me by SHANNON EMERY, this 25th day of

November, 2013.



Notary Public
My Commission Expires: 7-5-15

COMMONWEALTH OF KENTUCKY
COUNTY OF ALLEN

Subscribed, sworn to, and acknowledged before me by ANGIE ANDERSON, this 26th day of

November, 2013.

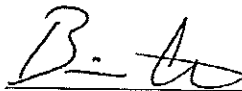


Notary Public

My Commission Expires: July 19, 2015

STATEMENT OF CONSENT OF INITIAL AGENT

Pursuant to KRS Chapter 273, the undersigned, BRIAN CARTER, is the initial registered agent identified in Article X of the Articles of Incorporation of Allen County-Scottsville Athletic Boosters, Inc., and hereby consents to serve said Corporation in that capacity until such time as appointment is terminated or the undersigned, as the initial registered agent, resigns.



BRIAN CARTER

Initial Registered Agent