

Commonwealth of Kentucky
Michael G. Adams, Secretary of State

Michael G. Adams
Secretary of State
P. O. Box 718
Frankfort, KY 40602-0718
(502) 564-3490
<http://www.sos.ky.gov>

Articles of Dissolution

NPD

NAOD
1384211.09
Michael G. Adams
Secretary of State
Received and Filed
1/2/2025 10:29:25 PM
Fee receipt: \$5

Pursuant to the provisions of KRS 14A and KRS 273.313, the undersigned corporation executes the following articles of dissolution:

Article I: The name of the nonprofit corporation is

Metanoia Incorporated

Article II: The date the dissolution was authorized: **Wednesday, January 1, 2025**

Article III: This dissolution was approved by **the board of directors**.

Article IV: Meeting date of the Board of Directors at which the resolution was adopted: **Wednesday, January 1, 2025**

The resolution received the votes of a majority of the directors in office.

Article V: The assets of the corporation shall be distributed pursuant to the following plan of distribution:

- (a) All liabilities and obligations of the corporation shall be paid and discharged, or adequate provisions shall be made therefor;
- (b) Assets held by the corporation upon condition requiring return, transfer or conveyance, which condition occurs by reason of the dissolution, shall be returned, transferred or conveyed in accordance with such requirements;
- (c) Assets received and held by the corporation subject to limitations permitting their use only for charitable, religious, eleemosynary, benevolent, educational or similar purposes, but not held upon a condition requiring return, transfer or conveyance by reason of the dissolution, shall be transferred or conveyed to **The Red Cross**;
- (d) Other assets, if any, shall be distributed in accordance with the provisions of the articles of incorporation or the bylaws to the extent that the articles of incorporation or bylaws determine the distributive rights of members, or any class or classes of members, or provide for distribution to others;
- (e) Any remaining assets may be distributed to **The Red Cross**.

Article VI: This filing will be effective on **Thursday, January 2, 2025**.

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

Signature of individual signing on behalf of **Chair: Symera V Oliver Talbott**
1/2/2025