

ARTICLES OF INCORPORATION OF
FRIENDS OF MUIR VALLEY, INC.
a Non-profit Corporation

Pursuant to KRS 14A and KRS 273, the undersigned applies to qualify and for that purpose submits the following statements:

Article I: The name of the Corporation is Friends of Muir Valley, Inc.

Article II: The Corporation 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 the corresponding section of any future federal tax code. The charitable and educational efforts will support the nature preserve in Kentucky commonly known as Muir Valley, so long as it remains open to the public.

Article III: 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 II hereof. No substantial part of the activities of the Corporation shall be the 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 candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article IV: Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 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 V: The name of the registered agent is Law Office of Nancy Moise Haws, PLLC, contact person Nancy Moise Haws, Esq. and the street address of the Corporation's initial registered office in Kentucky is 1350 Ellison Avenue, Louisville, KY 40204.

Article VI: The mailing address of the Corporation's principal office is 50 Muir Road, Rogers, Kentucky 41365.

Article VII: The number of directors, constituting the initial Board of Directors is six.

The names and mailing addresses of the persons who are to serve as the initial Board of Directors are as follows:

| Directors | Address |
|--|--|
| Brett Stark Chairperson | 14617 Hamilton Road Roanoke, IN 46783 |
| Jeff Colombo Recording Secretary | 50 Muir Road Rogers, Kentucky 41365 |
| Roger VanDamme Treasurer | 50 Muir Road Rogers, Kentucky 41365 |
| Wendy Barry Financial Secretary | 50 Muir Road Rogers, Kentucky 41365 |
| Andrew Jones Public Relations Coordinator | 50 Muir Road Rogers, Kentucky 41365 |
| Mark Ryan Information Technology Advisor | 50 Muir Road Rogers, Kentucky 41365 |

Article VIII: The name and mailing address of the incorporator is Brett Stark, as Chairperson of the Board of Directors of Friends of Muir Valley, Inc., 14617 Hamilton Road, Roanoke, Indiana 46783.

Article IX: The application for incorporation will be effective upon filing, unless a delay effective date and/or time is provided.

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

Brett Stark

Brett Stark, Incorporator

8-24-2011

Date

Law Office of Nancy Moïse Haws, PLLC registered agent, consent to serve as the registered agent on behalf of the Corporation.

Nancy Moïse Haws

Law Office of Nancy Moïse Haws, PLLC
Registered Agent
by Nancy Moïse Haws, Esq.

9-19-2011

Date

THIS INSTRUMENT PREPARED BY:

Nancy Moïse Haws Esq

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