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Michael G. Adams
Kentucky Secretary of State
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**SECOND AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
GRAY AE, PSC**

The undersigned, acting pursuant to a unanimous resolution of the shareholders and the board of directors of the corporation under the Kentucky Business Corporation Act, Chapter 271B of the Kentucky Revised Statutes (the “Act”), sets forth the following Amended and Restated Articles of Incorporation on behalf of such corporation:

**ARTICLE 1
AMENDMENT AND RESTATEMENT**

The name of the corporation pursuant to the original Articles of Incorporation, as amended by the Amended and Restated Articles of Incorporation dated October 13, 2022 (collectively, the “Original Articles”), is Gray AE, PSC. These Second Amended and Restated Articles of Incorporation will change the name of the corporation and therefore contain an amendment to the Original Articles requiring shareholder approval.

These Second Amended and Restated Articles of Incorporation were duly adopted on December 16, 2024 by the corporation’s board of directors and shareholders in accordance with the Act. There were 100 shares of the corporation’s common stock outstanding on December 16, 2024. The shareholders of the corporation’s common stock constituted the only voting group entitled to vote on the amendment. There were 100 votes entitled to be cast by the shareholders of the corporation’s common stock. The unanimous written consent of the shareholders dated December 16, 2024 had the effect of a unanimous vote at a meeting. Accordingly, the total number of undisputed votes cast for the amendment was 100. The number of votes cast was sufficient to approve and adopt the amendment.

These Second Amended and Restated Articles of Incorporation amend and supersede the Original Articles and all amendments thereto in their entirety. These Second Amended and Restated Articles of Incorporation are effective upon filing with the Kentucky Secretary of State’s office.

**ARTICLE 2
-NAME-**

The name of the corporation is Gray AES, PSC (the “Corporation”).

**ARTICLE 3
-AUTHORIZED SHARES-**

The total number of shares of stock which the Corporation shall have the authority to issue is 1,000 shares of no par value common capital stock (the "Common Stock"). The Common Stock shall have all of the voting power of the Corporation, shall be entitled to receive the net assets of the Corporation upon the dissolution of the Corporation, and shall be without distinction as to designations, preferences, limitations, or relative rights and priorities.

ARTICLE 4
-REGISTERED OFFICE; REGISTERED AGENT-

The street address of the initial registered office of the Corporation is 828 Lane Allen Road, Suite 219, Lexington, Kentucky 40504, and the name of its initial registered agent at such address is Cogency Global Inc.

ARTICLE 5
-PRINCIPAL OFFICE-

The mailing address of the Corporation's initial principal office is 10 Quality Street, Lexington, Kentucky 40507.

ARTICLE 6
-INCORPORATOR-

The name and mailing address of the incorporator is Mary McDowell Hoskins, 10 Quality Street, Lexington, Kentucky 40507.

ARTICLE 7
-DIRECTORS' LIABILITY-

No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages for any breach of his duties as a director, except (i) for any transaction in which the director's personal financial interest is in conflict with the financial interests of the Corporation or its shareholders; (ii) for acts or omissions not in good faith or which involve intentional misconduct or are known to the director to be a violation of law; (iii) for any vote for or assent to an unlawful distribution to shareholders as provided in KRS 271B.8-330; or (iv) for any transaction from which the director derived an improper personal benefit.

If the Act is amended after the date of the filing of these Amended and Restated Articles of Incorporation to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Act, as so amended, and without the necessity for further shareholder action in respect thereof.

Any repeal or modification of this Article by the shareholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation hereunder in respect of any act or omission occurring prior to the time of such repeal or modification.

ARTICLE 8
-INDEMNIFICATION-

The Corporation shall, to the fullest extent permitted by Kentucky law, indemnify any director or officer of the Corporation from and against any and all reasonable costs and expenses (including, but not limited to, attorneys' fees) and any liabilities including, but not limited to, judgments, fines, penalties and reasonable settlements) paid by or on behalf of, or imposed against, such person in connection with any threatened, pending or completed claim, action, suit or proceeding, whether civil, criminal, administrative, investigative or other (including any appeal relating thereto), whether formal or informal, and whether made or brought by or in the right of the Corporation or otherwise, in which such person is, was or at any time becomes a party or witness, or is threatened to be made a party or witness, or otherwise, by reason of the fact that such person is, was or at any time becomes a director, officer, employee or agent of the Corporation or, at the Corporation's request, a director, officer, partner, trustee, employee or agent of another corporation, partnership, joint venture, trust, employee benefit plan or other enterprise.

The indemnification authorized by this ARTICLE 8 shall not be exclusive of any other right of indemnification which any such person may have or hereafter acquire under any provision of these Amended and Restated Articles of Incorporation or the Bylaws of the Corporation, agreement, vote of shareholders or disinterested directors or otherwise. The Corporation may take such steps as may be deemed appropriate by the board of directors to provide and secure indemnification to any such person, including, without limitation, the execution of agreements for indemnification between the Corporation and individual directors, officers, employees or agents which may provide rights to indemnification which are broader or otherwise different than the rights authorized by this ARTICLE 8.

ARTICLE 9
-PROFESSIONAL SERVICES-

The professions to be practiced through the Corporation are architecture and engineering.

ARTICLE 10
-ORIGINAL SHAREHOLDERS-

The names and addresses of all the original shareholders of the Corporation are:

Franklin Gray	10 Quality Street Lexington, Kentucky 40507
David Hird	10 Quality Street Lexington, Kentucky 40507
Mary McDowell Hoskins	10 Quality Street Lexington, Kentucky 40507

Randall Vaughn

10 Quality Street
Lexington, Kentucky 40507

Christopher Crovo

10 Quality Street
Lexington, Kentucky 40507

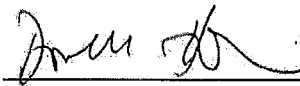
ARTICLE 11
-QUALIFIED PERSONS-

Each of the incorporators, shareholders, directors, and officers of the Corporation is a qualified person within the meaning of Kentucky Revised Statutes Chapter 274.

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IN WITNESS WHEREOF, the undersigned Incorporator has executed these Second Amended and Restated Articles of Incorporation as of the date set forth below.

Date: December 16, 2024



Mary McDowell Hoskins, Incorporator

STATEMENT OF CONSENT OF INITIAL REGISTERED AGENT

Pursuant to KRS 14A.4-010, the undersigned as the initial registered agent and agent for service of process identified in ARTICLE 4 of the Second Amended and Restated Articles of Incorporation of Gray AES, PSC (the "Corporation"), hereby consents to serve the Corporation in that capacity until such time as such appointment is terminated or it resigns in accordance with the applicable provisions of Kentucky Corporations Act.

Date: December 16, 2024

COGENCY GLOBAL INC.

By: Sarah Murphy
Name: Sarah Murphy