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Michael G. Adams  
Kentucky Secretary of State  
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## ARTICLES OF MERGER

**William Lawrence and Blanche Hughes Foundation**

**with and into**

**William Lawrence and Blanche Hughes Foundation, Inc.**

Pursuant to Kentucky Revised Statutes, Title 23, Chapter 273 (“The Nonprofit Corporation Law”), the undersigned corporations have executed these Articles of Merger:

1. The parties to the merger are William Lawrence and Blanche Hughes Foundation, a California nonprofit public benefit corporation (the “Company”) and William Lawrence and Blanche Hughes Foundation, Inc., a Kentucky nonprofit corporation (the “Survivor”).
2. Pursuant to the Agreement and Plan of Merger executed by the Company and Survivor on September 20, 2023 (the “Plan of Merger”) and these Articles of Merger, the Company will be merged with and into the Survivor.
3. The name of the entity surviving the merger is William Lawrence and Blanche Hughes Foundation, Inc. and the address of its principal office is 400 W. Market Street, Suite 2000, Louisville, Kentucky 40202.
4. Neither the Company nor the Survivor has any members.
5. The Plan of Merger was approved by the vote of a majority of the Company’s directors in office at a meeting held on September 20, 2023.
6. The Plan of Merger was approved by the vote of a majority of the Survivor’s directors in office at a meeting held on September 20, 2023.
7. The Articles of Incorporation of the Survivor shall continue as its Articles of Incorporation.
8. The Survivor agrees that it may be served with process in the Commonwealth of Kentucky in action or proceeding for the enforcement of any liability or obligation of the Company.
9. The merger is to become effective upon the filing of these Articles of Merger.

**IN WITNESS WHEREOF**, William Lawrence and Blanche Hughes Foundation and William Lawrence and Blanche Hughes Foundation, Inc. have caused these Articles of Merger to be signed by their respective duly authorized representatives on this the 4th day of December, 2023.

**Survivor:**

**William Lawrence and Blanche Hughes  
Foundation, Inc., a Kentucky nonprofit  
corporation**

By: 

Name: Tamara Hughes Gustavson

Title: President

**The Company:**

**William Lawrence and Blanche Hughes  
Foundation, a California nonprofit public  
benefit corporation**

By: 

Name: Tamara Hughes Gustavson

Title: President