

ARTICLES OF INCORPORATION

OF

FAMILIES ON MISSION, INC.

The undersigned, a person over the age of 18 years, acting as incorporator of a corporation under Chapter 273 of the Kentucky Revised Statutes, does hereby adopt the following Articles of Incorporation for a non-stock, non-profit corporation, pursuant to said section.

ARTICLE I

The name of the corporation shall be:

Families on Mission, Inc.

ARTICLE II

The duration of the Corporation shall be perpetual.

ARTICLE III

- A. The purposes for which the Corporation is organized to engage are for those lawful purposes as set forth in KRS 273 et seq, including the offering of a Christian ministry in the Commonwealth of Kentucky and throughout the United State of America.
- B. The corporation is organized and operated exclusively for community development, religious, charitable and or educational purposes with the meaning of section 501(c)(3) of the Internal Revenue Code, as amended. The corporation shall receive contributions and shall distribute its funds for community development, religious, charitable and or educational purposes as heretofore set out. In carrying out its corporate purposes, the corporation shall have all the powers allowed corporations by Chapter 273 of the Kentucky Revised Statutes; provided, however, the corporation shall not have or exercise any powers prohibited by the provisions of Paragraphs C and D below.

C. It is expressly not the purpose of the corporation to carry on propaganda or otherwise attempt to influence legislation, nor to participate or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

D. Any other provision of these articles to the contrary notwithstanding, the corporation shall have no capital stock and no power to issue certificates of stock or to declare dividends; no part of the net earnings of the corporation shall inure to the benefit of any private individual or member; and the corporation shall not carry on any activities denied to (a) a corporation described in Section 501(c)(3) of the Internal Revenue Code of 1954 as amended, including prohibited transactions defined in Section 503 of the Code, or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954, as amended.

E. This corporation shall:

1. Distribute its income for each taxable/fiscal year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code, or corresponding provision of any later Federal tax laws;
2. Not engage in any act of self—dealing as defined in Section 4941(d) of the Internal Revenue Code or corresponding provision of any later Federal tax laws;
3. Not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, or corresponding provision of any later Federal tax laws;
4. Not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code or corresponding provision of any later Federal tax laws; and
5. Not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code, or corresponding provision of any later Federal tax laws.

ARTICLE IV

The address of the registered office of the Corporation is 7838-D Royalty Ave, Louisville, Kentucky 40222, and the name of the process agent of the Corporation at that address is Jarred C. Cook.

Article V

The address of the Corporation's principal office is:

7838-D Royalty Avenue
Louisville, Kentucky 40222

ARTICLE VI

A change in the number or method of election of directors shall be made only by amendment to the Articles of Incorporation, and not by amendment to the Bylaws.

ARTICLE VII

Subject to the provisions of KRS 273.161 to 273.387, the director of the Corporation shall not be liable to corporations for monetary damages for breach of his duties as a director, except that this provision shall not eliminate or limit the liability of a director for those items set forth in KRS 273.248.

ARTICLE VIII

The name and address of the Incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Jarred C. Cook	7838-D Royalty Avenue Louisville, Kentucky 40222

ARTICLE IX

In the event that said Corporation is dissolved, any assets shall be applied and distribute as set forth in KRS 273.303(1), (2), (3), (4) and (5), provided however, the transfer of any assets to any

other entity shall be to the NORTH AMERICAN MISSION BOARD, 4022 North Point Parkway, Alpharetta, Georgia 30022, so long as such organizations are then in existence and are operated for such purposes as shall, at that time, qualify it as an exempt organization from taxation under Section 501(c)(3) of the Internal Revenue Code of 1954 or its successor. If not, such assets shall be disposed of by the Jefferson Circuit Court to such organization or organizations, that are operated exclusively for charitable or educational purposes as shall, at the time, qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 or its successor, or shall be distributed to the federal government, or to a state or local government, for a similar public purpose.

ARTICLE X

The activities and affairs of the corporation shall be managed by a Board of Directors consisting of not less than five (5) or more than seventeen (17) members.

A. The number of directors which shall constitute the whole Board shall be such as from time to time fixed by, or in the manner provided in, the Bylaws, but in no case shall the number be less than five. The Board of Directors shall be elected in accordance with the terms set forth in the Bylaws.

B. Directors shall be elected for a term of one (1), two (2) or three (3) years. Directors may serve terms in subsequent years provided there is a one-year period between each pair of three-year terms. Directors may, at the discretion of the Board of Directors, be removed for good cause, shown by a two-thirds vote of the members of the respective Nominating Committee from which they were originally recommended. In case of death or resignation of a Director, the Nominating Committee shall choose his or her successor to serve for the unexpired term. A majority of the Board of Directors shall constitute a quorum for the transaction of business. The Board of Directors may, by resolution or resolutions passed by a majority of the whole Board,

designate one or more committees which, to the extent provided in said resolution or resolutions or in the Bylaws of the Corporation, shall have and may exercise all the powers of the Board of Directors in the management of the activities and affairs of the corporation. They may further have power to authorize the seal of the corporation to be affixed to all papers, which require it, and such committee or committees shall have such name or names as may be stated in the Bylaws of the corporation or as may be determined from time to time by resolution adopted by the Board of Directors. The directors of the corporation may, if the Bylaws so provide, be classified as to the term of the office. The corporation may elect such officers as the Bylaws may specify, subject to the Provisions of the Statutes, who shall have titles and exercise such duties as the Bylaws may provide. The Board of Directors is expressly authorized to make, alter, or repeal the Bylaws of this corporation but only so long as such amendment does not conflict with these Articles. This corporation may, in its Bylaws, confer powers upon its Board of Directors in addition to the foregoing, and in addition to the powers and authorities expressly conferred upon them by the Statute. This is true, provided that the Board of Directors shall not exercise any power of authority conferred herein or by Statute upon the members.

ARTICLE XI

The initial Board of Directors of the Corporation shall be comprised of the following named individuals:

<u>NAME</u>	<u>ADDRESS</u>
April Hawkins	8807 McKenna Way Louisville, KY 40291
Adam Hack	8700 Hickory Falls Lane Peewee Valley, KY 40056
Matt McQueen	7230 Quindero Run Road Louisville, KY 40228
Barbara Wooden	6020 Chenoweth Run Road Louisville, KY 40299
Glen Laffoon	10 Bersheba Drive, Louisville, KY 40245
Vince Scarbrough	7024 Cedar Knoll Drive, Sellersburg, IN 47172
Maggie Edgar	3200 Vale Wood Court, Louisville, KY 40220

ARTICLE XII

These Articles of Incorporation may be amended by a two-thirds (2/3) vote of the Board of Directors.

In testimony on this day, January 21, 2011, by the Incorporation:

Jarred C. Cook
Jarred C. Cook, Incorporator

Subscribed and sworn to by Jarred C. Cook who personally appeared before me this 21st day of January, 2011.

Tammy S. Combs
Notary Public

April 21, 2013
My commission expires

