

**Articles of Incorporation
of
CURE KY KIDS, Inc.,**

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 CURE KY Kids, Inc.

Article II: The purpose for which the corporation is organized is:

to operate as a nonprofit corporation developed to raise funds for childhood cancer research and services in Kentucky and dedicated to supporting children with cancer and other illnesses and their families, exclusively for charitable, religious, educational and scientific 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 Service Code, or the corresponding section of any future federal tax code.

Article III: The name of the registered agent is Joy Jaye Minner and the street address of the corporation's initial registered office in Kentucky is 433 Cochran Road, Lexington, KY 40502.

Article IV: The mailing address of the corporation's principal office is 433 Cochran Road, Lexington, KY 40502.

Article V: The number of directors constituting the initial board of directors is three.

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

Joy Jaye Minner	433 Cochran Road, Lexington, KY 40502
Matt C. Minner	433 Cochran Road, Lexington, KY 40502
Emily R. Minner	1902 Defoors Landing, Atlanta, GA 30318

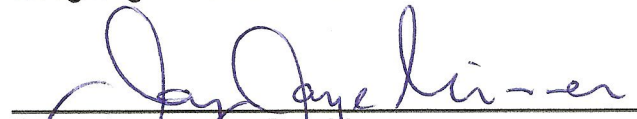
Article VI: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments 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, this corporation shall not, except to an insubstantial degree, engage in any activities, or exercise any powers not in furtherance of section 501(c)(3).

Article VII: Upon the dissolution of this organization and after payment of all outstanding debts of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or 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.

Article VIII: The name and mailing address of the incorporator is Joy Jaye Minner, 433 Cochran Road, Lexington, KY 40502.


Article IX: This application will be effective upon filing, unless a delayed effective date and/or time is provided. The effective date or the delayed effective date cannot be prior to the date the application is filed.

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


Joy Jaye Minner, President

12/4/12
Date

I, Joy Jaye Minner, consent to serve as the registered agent on behalf of the corporation.


Joy Jaye Minner, President

12/4/12
Date