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ADD  
**Michael G. Adams**  
**Kentucky Secretary of State**  
Received and Filed:  
5/14/2024 10:44 AM  
Fee Receipt: \$8.00

**ARTICLES OF INCORPORATION  
OF  
300 SOUTH THIRD STREET CONDOMINIUM ASSOCIATION, INC.**

The undersigned incorporator executes these Articles of Incorporation for the purpose of forming and does hereby form a nonprofit corporation under the laws of the Commonwealth of Kentucky, KRS 273.161 et seq., in accordance with the following provisions.

**ARTICLE I  
Name**

The name of the corporation is 300 South Third Street Condominium Association, Inc.

**ARTICLE II  
Purposes and Powers**

The purpose of the corporation is to transact any and all lawful business for which a not-for-profit corporation may be incorporated in the Commonwealth of Kentucky. In carrying out its corporate purposes, the corporation shall have all the powers allowed corporations by Chapter 273 of the Kentucky Revised Statutes.

**ARTICLE III  
Members**

The corporation shall have members, and such membership and voting rights incident thereto shall be subject to the bylaws of the corporation. Membership shall be evidenced by certificates of membership.

**ARTICLE IV  
Bylaws**

The bylaws of the corporation shall be adopted, and may be amended or repealed, by the board of directors.

**ARTICLE V  
Directors**

The business and affairs of the corporation shall be governed by a board of directors. The four (4) members of the initial board of directors shall serve until the first annual election of directors and until their successors are elected and qualify. A director may be removed from office by the affirmative vote of a majority of the board of directors, with or without cause. The names and mailing addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
Sandra Wilson	300 South 3 <sup>rd</sup> Street, Paducah, Kentucky 42003
Mike Karnes	300 South 3 <sup>rd</sup> Street, Paducah, KY 42003
Sara Bradley	330 South 3 <sup>rd</sup> Street, Suite 102, Paducah, KY 42003
Austin Martin	330 South 3 <sup>rd</sup> Street, Suite 102, Paducah, KY 42003

**ARTICLE VI**  
**Registered Office and Registered Agent**

The street address of the initial registered office of the corporation is 300 South 3<sup>rd</sup> Street, Paducah, Kentucky 42001.

The name of the initial registered agent at that address is Sandra Wilson.

**ARTICLE VII**  
**Principal Office**

The mailing address of the principal office of the corporation is 300 South 3<sup>rd</sup> Street, Paducah, Kentucky 42001.

**ARTICLE VIII**  
**Incorporators**

The name and address of the incorporator is Sandra Wilson, 300 South 3<sup>rd</sup> Street, Paducah, Kentucky 42001.

**ARTICLE IX**  
**Indemnification**

Each person who is or was a member, director, trustee, or officer of the corporation, whether elected or appointed, and each person who is or was serving at the request of the corporation as a member, director, trustee, or officer of another corporation, whether elected or appointed, including the heirs, executors, administrators, or estate of any such person, shall be indemnified by the corporation to the full amount against any liability, and the reasonable cost or expense (including attorney fees, monetary or other judgments, fines, excise taxes, or penalties and amounts paid or to be paid in settlement) incurred by such person in such person's capacity as a member, director, trustee, officer, or employee or arising out of such person's status as a member, director, trustee, officer, or employee; provided, however, no such person shall be indemnified against any such liability, cost, or expense incurred in connection with any action, suit, or proceeding in which such person shall have been adjudged liable on the basis that personal benefit was improperly received by such person, or if such indemnification would be prohibited by law. Such right of indemnification shall be a contract right and shall include the right to be paid by the corporation the reasonable expenses incurred in defending any threatened or pending action, suit, or proceeding in advance of its final disposition; provided, however, that such advance payment of expenses shall be made only after delivery to the corporation of an undertaking by or on behalf of such person to repay all amounts so advanced if it shall be determined that such person is not entitled to such indemnification. Any repeal or modification of this article shall not affect any

rights or obligations then existing. If any indemnification payment required by this article is not paid by the corporation within 90 days after a written claim has been received by the corporation, the member, director, trustee, officer, or employee may at any time thereafter bring suit against the corporation to recover the unpaid amount and, if successful in whole or in part, such person shall be entitled to be paid also the expense of prosecuting such claim. The corporation may maintain insurance, at its own expense, to protect itself and any such person against any such liability, cost, or expense, whether or not the corporation would have the power to indemnify such person against such liability, cost, or expense under the Kentucky Nonprofit Corporation Acts or under this article, but it shall not be obligated to do so. The indemnification provided by this article shall not be deemed exclusive of any other rights which those seeking indemnification may have or hereafter acquire under any bylaw, agreement, statute, vote of members or board of directors, or otherwise. If this article or any portion thereof shall be invalidated on any ground by any court of competent jurisdiction, then the corporation shall nevertheless indemnify each such person to the full extent permitted by any applicable portion of this article that shall not have been invalidated or by any other applicable law.

SIGNED by the incorporator at Paducah, Kentucky, on May 14, 2024.

Sandra Wilson  
Sandra Wilson, Incorporator

COMMONWEALTH OF KENTUCKY )  
:ss.  
COUNTY OF McCRACKEN )

I, Whitney Denson, a Notary Public in and for the county and state aforesaid, hereby certify that the foregoing Articles of Incorporation of **300 South Third Street Condominium Association, Inc.**, were this day produced before me in my county and state aforesaid and were signed and acknowledged before me by Sandra Wilson as and for her free act and deed, for the purposes therein contained and according to law.

GIVEN under my hand and seal of office this 14 day of May, 2024.

My commission expires:  
9/15/25

Whitney Denson  
NOTARY PUBLIC

Notary ID No. KYNP35957

I hereby certify that this instrument has been prepared by:  
McMurry & Livingston, PLLC  
P.O. Box 1700  
Paducah, KY 42002-1700

BY: Whitney Denson  
WHITNEY J. DENSON

**CONSENT OF REGISTERED AGENT**

The undersigned, having been named in the Articles of Incorporation of 300 South Third Street Condominium Association, Inc. ("Corporation") as the registered agent of the Corporation, hereby consents to serve in that capacity.

Sandra Wilson  
SANDRA WILSON

Date: 5/14/24