

ARTICLES OF INCORPORATION

Pursuant to Chapter KRS 273 of the Kentucky Revised Statutes, for the purpose of forming a nonprofit corporation, the undersigned incorporator hereby submits the following Articles of Incorporation to the Secretary of State for filing:

Article 1 – Name

The name of the Corporation is Lexington Blue Devils Hockey, Inc. (hereinafter “the Corporation”).

Article 2 – Purpose

The Corporation is organized exclusively for charitable and educational purposes through enhancements of the education of students at and around Henry Clay High School in Lexington, Kentucky, by forming, operating, developing and promoting an amateur ice hockey team, and by fostering competition by conducting and participating in amateur games and leagues consistent with the rules and regulations of USA Hockey, the Mid-American Hockey Association, [the Kentucky High School Hockey Association] and other amateur athletic associations, and by making distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article 3 – Name and Address of Registered Agent

The Corporation’s initial registered office is 3627 Temple Drive, Lexington, Kentucky 40517. The name of the registered agent at that address is Kristi C. LaZur

Article 4 – Mailing Address of Principal Office

The mailing address of the Corporation’s principal office is 2865 Sandersville Rd, Lexington, Kentucky 40511.

Article 5 – Initial Directors

The number of directors constituting the initial Board of Directors of the Corporation is three. The names and addresses of the persons who are to serve as the initial board of directors are:

Deborah Harp	3149 Cincinnati Rd	Georgetown, KY 40324
David Helm	3748 Park Ridge Ln	Lexington, KY 40509
Jean Hodge	4461 Stuart Hall Blvd	Lexington, KY 40509

Article 6 – Limitations on Use of Funds

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, 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 2 herof.

Article 7 – Limitations on Activities

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, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contribution to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article 8 – Payments Upon Dissolution

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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. Any such assets not so disposed of shall be disposed of by the Circuit Court of Fayette County, Kentucky, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

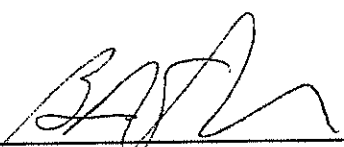
Article 9 – Limitation of Director Liability

No director of the Corporation shall be liable for monetary damages for breach of his or her duties as a director, but this provision shall not eliminate or limit the liability of a director: (a) for any transaction in which the director’s personal financial interest is in conflict with the financial interests of the Corporation; (b) 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; or (c) for any transaction from which the director derived an improper personal benefit.

Article 10 – Name and Address of Incorporator

The name and mailing address of the Incorporator is Brian Spangler, 2865 Sandersville Rd, Lexington, KY 40511.

Executed on November 20, 2013.



Brian Spangler, Incorporator