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Michael G. Adams
Kentucky Secretary of State
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**AMENDED AND RESTATED ARTICLES OF INCORPORATION OF SHEPARD
INC.**

The undersigned certify that:

1. They are the Chief Executive Officer and Secretary, respectively, of SHEPARD CARE LEXINGTON INC., a Kentucky non-profit corporation, with Kentucky entity number 1292526
2. Articles II and VI of the Articles of Incorporation of this corporation are hereby amended
3. The Articles of Incorporation of this corporation are hereby restated to read as follows:

AMENDED AND RESTATED

ARTICLES OF INCORPORATION OF SHEPARD CARE LEXINGTON INC.

ARTICLE I. NAME

The name of the corporation is SHEPARD CARE LEXINGTON INC.

ARTICLE II: COMPANY'S INITIAL REGISTERED AND PRINCIPAL OFFICE ADDRESS

The street address of the company's initial registered and principal office in kentucky is 2130 Trade Center Drive, Lexington, KY 40509 and the name of the initial registered agent at that address is
Abiodun Olaleye

ARTICLE III: INCORPORATOR

The name and mailing address of the incorporator is
Queenta Anyalechi
4302 Chas Cir, Lexington, KY 40515

ARTICLE IV: DIRECTORS

The number of directors constituting the initial board of directors is 3. The name and mailing address of each director is

Adebola Adegboyega 2269 Barnwell Ln, Lexington, KY 40513
Abiodun Olaleye 269 Hays Blvd, Lexington, KY 40509
Leke James Adekunle 2130 Trade Center Dr, Lexington, KY 40509

ARTICLE V. PURPOSES

A. This corporation is a non-profit corporation and is not organized for the private gain of any person. It is organized under the Non-profit Corporation Law for charitable purposes.

B. The specific purpose of this corporation is primarily to improve life of our community through social care and education, and to carry on other charitable activities associated with this purpose as allowed by law.

C. This corporation is organized and operated exclusively for charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code").

ARTICLE VI. PROHIBITED ACTIVITIES

A. Notwithstanding any other provision of these Articles, this corporation shall not carry on any activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or (2) by a corporation, contributions to which are deductible under Sections 170(c)(2), 2055(a)(2), 2106(a)(2)(A)(ii), 2522(a)(2) or 2522(b)(2) of the Code.

B. Except as permitted by law, no substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and this corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

ARTICLE VII. DEDICATION FOR CHARITABLE PURPOSES

The property of this corporation is irrevocably dedicated to charitable purposes, and no other part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member, if any, of this corporation, or to any other private person. Upon the winding up and dissolution of this corporation and after paying or adequately providing for the debts and obligations of this corporation, the remaining assets shall be distributed to a non-profit fund, foundation or corporation which is organized and operated exclusively for [public / charitable / public and charitable] purposes and that has established its tax-exempt status under Section 501(c)(3) of the Code.

ARTICLE VIII. NON-PROFIT CORPORATION LAW

This corporation elects to be governed by all of the provisions of the Kentucky Nonprofit Corporations Act. KY ST T. XXIII, Ch. 273.

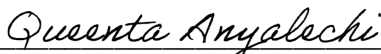
The foregoing amendment and restatement of Articles of Incorporation has been duly approved by the board of directors. The corporation has no members.

We further declare under penalty of perjury under the laws of the State of Kentucky that the matters set forth in this certificate are true and correct of our own knowledge.



Abiodun Olaleye
Chief Executive Officer

DATED: 5th July, 2023



Queenta Anyalechi
Secretary

DATED: 5th July, 2023