

# ARTICLES OF INCORPORATION

## Build Inclusion, Inc.

In compliance with the requirements of KRS Chapter 273, and for the purposes of forming a nonstock, nonprofit corporation in Kentucky, the undersigned desire to form a corporation according to the following Articles of Incorporation.

### ARTICLE I

#### NAME and LOCATION

##### 1.01 Name

The name of this corporation will be **Build Inclusion, Inc.** The business of the corporation may be conducted as **AIM!**, **AIM! Advocacy & Inclusion on a Mission**, or **Build Inclusion**.

##### 1.02 Location

The location of the principal office is Lexington, Fayette County, Kentucky.

### ARTICLE II

#### DURATION

##### 2.01 Duration

The period of duration of **Build Inclusion, Inc.** is perpetual.

### ARTICLE III

#### PURPOSE

##### 3.01 Purpose

**Build Inclusion, Inc.** is a non-profit corporation and will operate exclusively for educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

**Build Inclusion, Inc.**'s purpose is to create natural networks, equal opportunities, and community access for individuals with disabilities through education and advocacy, for the mutual benefit of all members of the community.

***"Beyond disability, there are abilities; beyond accessibility, there is inclusion",  
from creating inclusive communities through play, PlayCore, me<sup>2</sup>.***

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**AIM!** is a main component of **Build Inclusion, Inc.**'s programming. The primary objective of **AIM!** is to promote natural networks and community access for students with disabilities, making inclusion a necessary framework for success not only inside the classroom, but outside as well. It includes a curriculum and resources developed for use in elementary education to build inclusion and advocacy starting with young students, extending to their families and into our community.

At times, per the discretion of the board of directors, we may provide internships, volunteer opportunities, and/or partner with programs, businesses and other nonprofits, to provide opportunities for involvement in activities and programs in order to have a greater impact for change.

## ARTICLE IV

### NON-PROFIT NATURE

#### 4.01 Non-profit Nature

**Build Inclusion, Inc.** is organized exclusively for charitable and educational 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 Code, or corresponding section of any future federal tax code. No part of the net earnings of **Build Inclusion, Inc.** will inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation will 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 the purpose clause hereof.

Notwithstanding any other provision of this document, the corporation will not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

**Build Inclusion, Inc.** is not organized and will not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation will inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

#### 4.02 Personal Liability

No officer or director of this corporation will be personally liable for the debts or obligations of **Build Inclusion, Inc.** of any nature whatsoever, nor will any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

#### 4.03 Dissolution

Upon termination or dissolution of **Build Inclusion, Inc.**, any assets lawfully available for distribution will be distributed to one (1) or more qualifying organizations described in section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, which have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of **Build Inclusion, Inc.** hereunder will be selected by the discretion of a majority of the managing body of **Build Inclusion, Inc.** and if its members cannot so agree, then the recipient organization will be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against **Build Inclusion, Inc.** by one (1) or more of its managing body which verified petition will contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable will select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Kentucky.

In the event that the court will find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court will direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Kentucky to be added to the general fund.

#### **4.03 Prohibited Distributions**

No part of the net earnings, or properties of this corporation, on dissolution or otherwise, will inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, except that the corporation will 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 III, Section 3.01.

#### **4.04 Restricted Activities**

No substantial part of the corporation's activities will be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation will not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

#### **4.05 Prohibited Activities**

Notwithstanding any other provision of these Articles, the corporation will not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) by a corporation, contributions 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 V**

#### **BOARD OF DIRECTORS**

##### **5.01 Governance**

**Build Inclusion, Inc** will be governed by its elected board of directors.

## 5.02 Initial Directors

The initial directors of the corporation will be:

<b>Annette Jett</b>	<b>550 Albany Road, Lexington, KY 40502</b>
Name	Address
<b>Jennifer Erena</b>	<b>394 Bob o Link Drive, Lexington, KY 40503</b>
Name	Address
<b>Jessica Frye</b>	<b>1100 Ashford Lane, Lexington, KY 40515</b>
Name	Address
<b>Gretchen Vaught</b>	<b>3865 Gladman Way, Lexington, KY 40514</b>
Name	Address

## ARTICLE VI

### MEMBERSHIP

#### 6.01 Membership

**Build Inclusion, Inc.** will have no members. The management of the affairs of the corporation will be vested in a board of directors, as defined in the corporation's bylaws.

## ARTICLE VII

### AMENDMENTS

#### 7.01 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

## ARTICLE VIII

### ADDRESSES OF THE CORPORATION

#### 8.01 Corporate Address

The physical address of the corporation is: **394 Bob O Link Drive, Lexington, KY 40503**

The mailing address of the corporation is: **P.O Box 23030, Lexington, KY 40523**

## ARTICLE IX

### Appointment of registered agent

#### 9.01 Registered Agent

The registered agent of the corporation will be:

<b>Jennifer Erena</b>	<b>394 Bob o Link Drive, Lexington, KY 40503</b>
Name	Address

ARTICLE X  
INCORPORATOR

The incorporators of the corporation are as follow:

<b>Annette Jett</b>	<b>550 Albany Road, Lexington, KY 40502</b>
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Name	Address
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<b>Jennifer Erena</b>	<b>394 Bob o Link Drive, Lexington, KY 40503</b>
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Name	Address
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<b>Jessica Frye</b>	<b>1100 Ashford Lane, Lexington, KY 40515</b>
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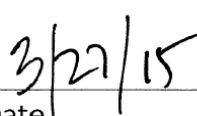
Name	Address
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<b>Gretchen Vaught</b>	<b>3865 Gladman Way, Lexington, KY 40514</b>
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Name	Address
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**Acknowledgment of consent to appointment as registered agent**

I, Jennifer Erena, agree to be the registered agent for Build Inclusion, Inc. as appointed herein.

	
Registered Agent	Date

Certificate of Adoption of Articles of Incorporation

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of **Build Inclusion, Inc.** were approved by the initial board of directors on **Friday, March 27, 2015** and constitute a complete copy of Articles of Incorporation of **Build Inclusion, Inc.**

Names, addresses and signatures of all directors and incorporators.

Annette Jett

Name

Annette Jett

Signature

Jennifer Erena

Name

Jennifer Erena

Signature

Jessica Frye

Name

Jessica Frye

Signature

Gretchen Vaught

Name

Gretchen Vaught

Signature