

COMMONWEALTH OF KENTUCKY  
ALISON LUNDERGAN GRIMES, SECRETARY OF STATE

Alison Lundergan Grimes  
Kentucky Secretary of State  
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Division of Business Filings  
Business Filings  
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Pursuant to KRS 14A and KRS 273, the undersigned applies to qualify and for that purpose submits the following statements:

Article 1:

The name of the corporation is Back Roads Animal Rescue, Inc.

Article 2:

The duration of the corporation is perpetual.

Article 3: The name of the registered agent is Angel Pope and the street address of the corporation's initial registered office in Kentucky is 580 Steele Rd, Grayson, KY 41143. The mailing address of the corporation's principal office is 580 Steele Rd., Grayson, KY 41143.

Article 4:

The corporation has been organized for charitable, humane and educational purposes, including providing refuge for stray, abandoned, lost or injured animals, to place adoptable pets in permanent homes, to educate the public about animal welfare, to make funds available to pet owners and caretakers to have their pets spayed or neutered, and to promote awareness of the mission of Back Roads Animal Rescue, Inc. No part of the net income or assets of this corporation shall inure to the benefit of any director, officer, or member thereof or to the benefit of any private person. Upon dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation, or corporation that is organized and operated exclusively for charitable, religious, educational, and scientific purposes and that has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this 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.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 these articles.

Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions of which are deductible under Section 170(c)(2) of the Internal Revenue Code.

Article 5: The number of directors (minimum of three (3) required) constituting the initial board of directors is 3. The names and mailing addresses of the persons who are to serve as the initial board of directors are as follows:

Angel Pope, 580 Steele Rd, Grayson, KY 41143  
Ann Russell, 537 Houatter Rd, Grayson, KY 41143  
Patricia Childress, 2770 State Highway 1654, Rush, KY 41168

Article 6:

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 a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, 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 7:

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. The date and/or time is \_\_\_\_\_.

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

Angel Pope Angel Pope, President 1-27-15  
Signature of Incorporator Print Name & Title Date

I, Angel Pope, consent to serve as the registered agent on behalf of the corporation.

Print Name of Registered Agent  
Angel Pope Angel Pope President 1-27-15  
Signature of Registered Agent Print Name & Title Date