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Michael G. Adams Kentucky Secretary of State Received and Filed: 9/3/2020 7:55 AM Fee Receipt: \$50.00

#### **ARTICLES OF INCORPORATION OF**

## **VELVA HAVEN, INC.**

The incorporator, whose name is hereunto signed, has executed these Articles of Incorporation for the purpose of forming a corporation under the laws of the Commonwealth of Kentucky in accordance with the following provisions:

#### **ARTICLE I**

The name of the corporation shall be VELVA HAVEN, INC.

#### **ARTICLE II**

The duration of the corporation shall be perpetual.

# **ARTICLE III**

The purpose of the corporation is to own and administer motor vehicle service contracts and to transact any and all other business not forbidden by law.

# **ARTICLE IV**

The corporation shall have authority to issue 1,000 shares of common stock of no par value, and each such share shall have one vote.

#### ARTICLE V

There shall be one class of stock and it shall be common stock.

#### **ARTICLE VI**

The registered and principal office of the corporation shall be located at 4144 Bardstown Road, Louisville, KY 40218 and the resident agent thereat upon whom process may be served shall be Robert L. Hook, Jr.

#### **ARTICLE VII**

The name and address of the incorporator is as follows:

Robert L. Hook, Jr. 4144 Bardstown Road Louisville, KY 40218

# **ARTICLE VIII**

The number of directors constituting the initial Board of Directors shall be four. The name and address of each person who is to serve as director until the first annual meeting of the shareholders or until his successor be elected and qualify are:

Robert L. Hook, Jr.	4144 Bardstown Road, Louisville, KY 40218
Robert L. Hook, III	4144 Bardstown Road, Louisville, KY 40218
Lauren E. Hook	4144 Bardstown Road, Louisville, KY 40218
David M. Hook	4144 Bardstown Road, Louisville, KY 40218

# **ARTICLE IX**

The corporation shall indemnify and may advance expenses to any director, officer, employee, or agent of the corporation who is, or was, or is threatened to be made a defendant or respondent to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that he or she is or was a director, officer, employee, or agent of the corporation (hereinafter "Proceeding"), to the fullest extent that is expressly permitted or required by the statutes of the Commonwealth of Kentucky and all other applicable law.

In addition to the foregoing, the corporation shall, by action of the Board of Directors, have the power to indemnify and to advance expenses to any director, officer, employee, or agent of the corporation who is, was, or is threatened to be made a defendant or respondent to any Proceeding, in such amounts, on such terms and conditions, based upon such standards of conduct as the Board of Directors may deem to be in the best interest of the corporation.

This instrument prepared by:

Earl L. Martin III

BOEHL STOPHER & GRAVES 400 West Market Street, Suite 2300 Louisville, KY 40202-3354

(502) 589-5980

# STATEMENT OF CONSENT OF INITIAL REGISTERED AGENT

I, Robert L. Hook, Jr., having a principal place of business of 4144 Bardstown Road, Louisville, KY 40218, hereby agree and consent to serve as registered office and agent for service of process of VELVA HAVEN, INC.

Robert L. Hook, Jr.

Date: A Gust 1, 2020