

**ARTICLES OF INCORPORATION
OF
KENTUCKY CATHOLICS, INC.**

KNOW ALL MEN BY THESE PRESENTS that the undersigned propose to form a nonprofit corporation, having no capital stock, for public educational and civic purposes as set forth below, from which no private pecuniary profit is derived, under the provisions of Kentucky Revised Statutes Chapter 273 and therefore submit the following Articles:

ARTICLE I - NAME

The name of the corporation shall be Kentucky Catholics, Inc.

ARTICLE II - PURPOSE

The purpose for which this corporation is organized is to conduct all educational and civic activities lawful for corporations organized under Chapter 273 of the Kentucky Revised Statutes and specifically promote honesty and integrity among persons doing business in this community.

ARTICLE III

POWERS

The Corporation hereby formed shall have the following powers: To acquire, hold, lease, rent, and mortgage, exchange and otherwise convey or deal with both real and personal property obtained by purchase, gift, grant, bequest, or otherwise; to act as trustee in holding and administering gifts, bequests and devises; to receive, accept, manage and control any and all gifts, donations and bequests of property of all kinds, and to carry out and perform all conditions, trusts and directions annexed thereto; to invest funds in securities for endowment purposes as would any prudent investor; to have, use and alter a seal; to employ skilled experts, teachers, administrative officers and others by oral or written contract under such conditions as it may from time to time determine; to make bylaws, to give effect to the provisions of these Articles of Incorporation, and to

amend, alter or replace them when deemed necessary by the Board of Directors, and generally, to do all things and perform all powers necessary, expedient or convenient, to accomplish the objectives of this Corporation.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The registered office and principal office of the corporation shall be 3600 Goldsmith Lane, Louisville, Kentucky 40220, and the registered agent is Vincent F. Heuser, Jr.

ARTICLE IV RESTRICTIONS

(a) Notwithstanding any other provision of these articles, the 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)(4) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

(b) No part of the net earnings of the Corporation shall inure to the benefit of or be distributed to its members, trustees, 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 II hereof.

(c) 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 any candidate for public office.

(d) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(e) The Corporation shall not engage in any act of self dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(f) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(g) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(h) The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(i) Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall, subject to the discharge of valid obligations of the Corporation and to applicable provisions of law, be distributed exclusively to an organization having a related purpose and likewise qualified under the provisions of Section 501(c)(3) or (4) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.

ARTICLE V - DIRECTORS

The corporation shall have not less than three directors. The names and addresses of the persons to serve as initial directors and incorporators are as follows:

Vincent F. Heuser, Jr., 3600 Goldsmith Lane, Louisville, Kentucky 40220

Michael R. Hirsh, 125 Townpark Rd Ste 300, Kennesaw, GA 30144

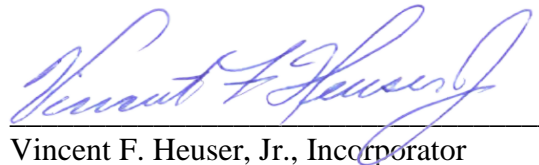
Frank Ellington, 3600 Goldsmith Lane, Louisville, Kentucky 40202

ARTICLE V - INCORPORATOR

The incorporator of this corporation is Vincent F. Heuser, Jr., 3600 Goldsmith Lane,
Louisville, Kentucky 40220.

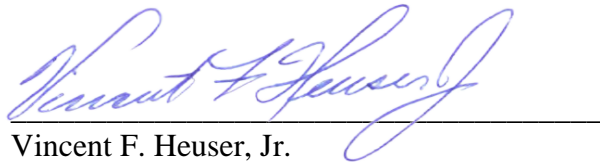
IN TESTIMONY WHEREOF, witness the signature of the Incorporator this 11th day
of September, 2017.

Respectfully Submitted,



Vincent F. Heuser, Jr., Incorporator

THIS INSTRUMENT PREPARED BY:



Vincent F. Heuser, Jr.
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Louisville, KY 40220
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