

**ARTICLES OF INCORPORATION  
OF  
LOST BOYS & GIRLS FOUNDATION INC.  
A Kentucky Nonprofit Corporation**

For the purposes of forming a Kentucky nonprofit corporation pursuant to KRS Chapter KRS 273, the undersigned incorporator(s) hereby submit(s) the following Articles of Incorporation to the Secretary of State for filing:

1. The name of the corporation is LOST BOYS & GIRLS FOUNDATION INC.
2. The purpose for which the corporation is organized is: to help kids in urban communities have a safe place for spiritual, physical and mental health. The foundational driving force will be through physical fitness activities such as martial arts. Teaching children leadership skills and self-defense will build selfconfidence and quick smart decision making under distress learning martial arts and utilizing meditation will also help with mental health disorders. Further, said corporation is organized exclusively for charitable, religious, educational, and scientific 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 the corresponding section of any future federal tax code.
3. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable 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 2 hereof. 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 or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) 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.
4. 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.
5. The name and street address information of the corporation's initial registered office is as follows:

MORRIS HOWARD  
4107 ORCHARD WAY  
LOUISVILLE, KY 40216

6. The mailing address of the corporation's principal office is as follows:

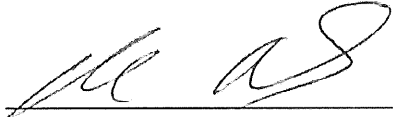
4107 ORCHARD WAY  
Louisville, KY 40216

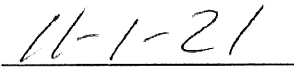
7. The number of directors constituting the initial board of directors is 3, and the names and mailing addresses of the persons who are to serve as the initial directors are as follows:

<u>Name</u>	<u>Address</u>
MORRIS HOWARD	4107 ORCHARD WAY Louisville, KY 40216
SANDRA GAIL MAYES	115 NORTH 40TH STREET Louisville, KY 40210
MARCUS MAYES	1432 BERRY BLVD Louisville, KY 40215

8. The name and mailing address information of the incorporator is as follows:


MORRIS HOWARD  
4107 ORCHARD WAY  
Louisville, KY 40215

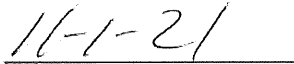
  
\_\_\_\_\_  
MORRIS HOWARD, Incorporator

  
\_\_\_\_\_  
Date

**Registered Agent Acceptance of Appointment**

I, «resagtfulname», consent to serve as the registered agent on behalf of the corporation.

  
\_\_\_\_\_  
MORRIS HOWARD, Registered Agent

  
\_\_\_\_\_  
Date