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<b>Michael G. Adams</b> <b>Kentucky Secretary of State</b> Received and Filed: 11/14/2023 8:08 AM Fee Receipt: \$8.00	

**FIRST AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
GROUNDHOG ARCHEOLOGY, INC.**

The undersigned, after proper corporate and board action and resolution and grant of authority executes these First Amended and Restated Articles of Incorporation for the purpose of amending and restating the Articles of Incorporation duly filed with the Kentucky Secretary of State on September 22, 2022, under the laws of the Commonwealth of Kentucky, KRS 273.161 et seq., in accordance with the following provisions:

**SECTION A. AMENDMENTS**

The initial Articles of Incorporation of Groundhog Archeology, Inc. are amended by this First Amended and Restated Articles of Incorporation only as follows:

**ARTICLE III**

Section 4. Upon dissolution of the corporation or the winding up of the affairs, any and all assets of the Company shall be distributed exclusively to charitable, religious, scientific, literacy or educational organizations, organizations for public safety or such other organizations then qualifying as public charities under terms and requirements of Section 501(c)(3) of the Internal Code of 1986, as may be amended from time to time (the “Code”).


**ARTICLE IV**

The registered office of the Corporation is amended to 401 West Main Street, Suite 1400, Louisville, Kentucky 40202. The name of the corporation’s registered agent at that address is Charles W. Dobbins, Jr.

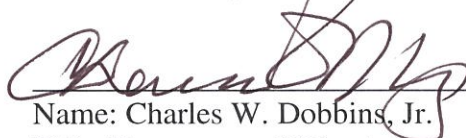
**SECTION B. RESTATEMENT OF ARTICLES OF INCORPORATION**

All other terms and provision of the initial Articles of Incorporation filed on September 15, 2022, are hereby affirmed and restated without any change except as expressly set forth in Section A, above, in this First Amended and Restated Articles of Incorporation.

WHEREAS, the undersigned, an Officer of the Corporation, for the purpose of advising that the foregoing First Amended and Restated Articles of Incorporation was duly adopted by proper act of the Corporation and its Board of Directors, effective this 13<sup>th</sup> day of November, 2023.

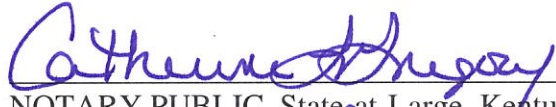
  
\_\_\_\_\_  
Charles W. Dobbins, Jr.  
Officer (Treasurer and Director)

IN TESTIMONY WHEREOF, witness my signature this the 13<sup>th</sup> day of November, 2023.

  
\_\_\_\_\_  
Name: Charles W. Dobbins, Jr.  
Title: Treasurer and Director

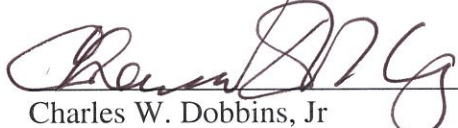
COMMONWEALTH OF KENTUCKY )SS  
COUNTY OF JEFFERSON )

Subscribed, sworn to and acknowledged by Charles W. Dobbins, Jr. on this 13<sup>th</sup> day of November, 2023.

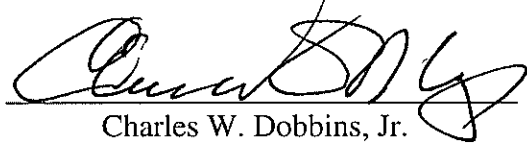
  
\_\_\_\_\_  
NOTARY PUBLIC, State-at-Large, Kentucky  
My Commission expires: June 14, 2025  
Notary ID: KY NP 31480

**CONSENT OF REGISTERED AGENT**

Pursuant to the provisions of KRS Chapter 273, the undersigned, as the designated registered agent in Article IV, amended hereinabove, does hereby consent to serve **GROUNDHOG ARCHEOLOGY, INC.** in that capacity until such time as such appointment is terminated or until the undersigned resigns in accordance with the Kentucky Nonprofit Corporation Act.

  
\_\_\_\_\_  
Charles W. Dobbins, Jr

The foregoing First Amended and Restated Articles of Incorporation of were prepared by Charles. W. Dobbins, Jr. of Tilford Dobbins & Schmidt, PLLC undersigned.

A handwritten signature in black ink, appearing to read "Charles W. Dobbins, Jr.", written over a horizontal line.

Charles W. Dobbins, Jr.  
Tilford Dobbins & Schmidt, PLLC  
401 W. Main Street, Suite 1400  
Louisville, Kentucky 40202  
(502) 584-1000  
[cdobbins@tilfordlaw.com](mailto:cdobbins@tilfordlaw.com)