

Michael G. Adams
Kentucky Secretary of State
Received and Filed:
10/24/2023 11:25 AM
Fee Receipt: \$8.00

**ARTICLES OF INCORPORATION
OF
CUMBERLAND RIVER STRAIGHT SHOOTERS, INC.**

Pursuant to the provisions of KRS 273, and all statutes amendatory thereof, the undersigned incorporator, Jeremy Hall, does hereby execute the following Articles of Incorporation for the purpose of forming, and does hereby form, a non-profit corporation.

Article I

Name. The name of the corporation shall be Cumberland River Straight Shooters, Inc. (the "Corporation").

Article II

Duration. The duration of the Corporation shall be perpetual.

Article III

1. Corporate Purposes.

The Corporation shall be irrevocably dedicated to and operated exclusively for non-profit purposes. The Corporation is organized and shall be operated exclusively for the purpose of enriching families through competitive archery education, training and competition, as permitted pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as amended ("Code"). In furtherance of the foregoing, the Corporation shall:

- (a) Form and support a team of youth and young adult archers in Southeastern Kentucky.
- (b) Provide for the education and training of youth and young adults in archery through regularly-scheduled practices, coaching, and participation in local, state, national and international archery tournaments including, but not limited to, those sponsored and sanctioned by S3DA, USA Archery, JOAD, and ASA.
- (c) Host archery tournaments to provide competitive experiences for eligible archers.
- (d) Provide experiences to participants in these activities that further educational, civic, patriotic, and conservation-related purposes.
- (e) Support archers in the furtherance of their broader educational goals.
- (f) Raise funds and voluntary donations to support the foregoing activities.

2. Powers.

In carrying out the corporate purposes described in Section 3, the Corporation shall have all the powers granted by the laws of the Commonwealth of Kentucky, including in particular those listed in KRS 273.171 (or corresponding provisions of any later statute).

3. Prohibited Activities.

The Corporation shall not exercise any power or authority nor shall it directly or indirectly engage in any activity which would prevent it from qualifying (and continuing to qualify) as a tax-exempt entity under Code Section 501(c)(3). To wit:

(a) The Corporation shall have no capital stock and no power to issue certificates of stock nor to declare dividends.

(b) No part of the Corporation's income, corpus or principal assets shall ever inure to the benefit of, or be distributable to, directly or indirectly, any private individual, and no Director or officer of the Corporation may or shall receive any pecuniary benefit from the same; provided, however, that private individuals may be paid such amounts and reasonable compensation for goods provided and services actually rendered and that are necessary to organize the Corporation and to carry out the purposes of the Corporation, as may be fixed in the manner provided by the Board of Directors.

(c) The Corporation shall not in any manner or to any extent participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office.

(d) The Corporation is not empowered to attempt to influence legislation or carry on propaganda within the meaning of Section 4945(e) of the Code.

(e) The Corporation shall not conduct or carry on any activities prohibited from being conducted or carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Code, and the Regulations promulgated thereunder, or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

(f) The Corporation shall not be operated for the primary purpose of carrying on an unrelated trade or business as defined in Section 513 of the Code.

Article IV

Membership. Membership in Corporation shall be determined by criteria established by the Board of Directors consistent with the purposes defined in Article III.

Article V

1. Directors. The Corporation's affairs shall be managed by a Board of Directors and by officers of the Board of Directors (as defined in the Bylaws). The Board of Directors shall consist of not less than three (3) nor more than twenty-one (21) persons as may result from the procedures for appointment contained in the Corporation's Bylaws. The initial number of directors shall be seven, and shall serve until the first annual election of the directors and until their successors are duly elected and qualified. The names and addresses of the initial directors are as follows:

Jeremy Hall
3550 W. Hwy. 635
Science Hill, KY 42553

James Mullins
6172 Barbourville Road
London, KY 40744

Christy Martin
4677 E. State Hwy. 1223
Corbin, KY 40701

Tabitha Hoffman
132 Chesnut Ln.
Barbourville, KY 40906

Constantine Mullins
6172 Barbourville Road
London, KY 40744

Jessica Hall
3550 W. Hwy. 635
Science Hill, KY 42553

Robert Cox
114 Tower Road
McKee, KY 40447

2. Meetings. Meetings of the Corporation's Board of Directors shall be held at such times and at such places as the Corporation's Bylaws may specify.
3. The terms of office, powers and duties, election process, manner of acting, and the qualifications or criteria for office for Directors and officers shall be as provided in the Bylaws.

Article VI

Contracts or Transaction of Business with Directors and Officers

No pecuniary profit shall be received by any Director or officer from the operations of the Corporation by reason of his or her status as a Director or officer. Any contract or transaction of business between the Corporation and one or more of its Directors or officers, or with any corporation or other legal entity of which any of its Directors or officers is a stockholder, director, trustee or officer, shall not be invalidated or affected solely by the fact that such Director or Directors, or officer or officers, have or may have interests therein which are or might be adverse to the interests of the Corporation; provided, however, that a Director or officer who holds such a position or who has or may have such an interest adverse to that of the Corporation shall disclose such interest to the Board of Directors, and shall not vote on any such contract or transaction, although he or she may be counted in determining the existence of a quorum.

Article VII

Events Upon Dissolution. In the event of dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, dispose of all assets of the Corporation exclusively for the purposes of the Corporation, in such manner, or to such organizations which engage in activities similar to those of the Corporation and which at the time qualify as an exempt organization under Code Section 501(c)(3) (or corresponding provisions of any later Federal tax laws), as the Board of Directors shall determine. The remaining assets, if any, shall be disposed of by the Circuit Court of Pulaski County, Kentucky, exclusively for such purposes or to such organizations as said Court shall determine are organized and operated for such purposes.

Article VIII

Limitation of Director Liability.

1. The directors, officers, employees and members of this Corporation shall not be held personally liable for any debt or obligation of the Corporation solely because of their position in the Corporation.

2. Any person serving on the Board of Directors of this Corporation shall not be held personally liable for monetary damages resulting from the breach of his/her duties as a director unless such act, omission, or breach:

concern or concerns a transaction in which the director's personal financial interest was or is in conflict with the financial interests of the Corporation;

was not in good faith or involved or involves intentional misconduct on the part of the director;

was known by the director to be a violation of law, or;

resulted in an improper personal benefit to the director.

Article IX

Amendment. These Articles of Incorporation may be amended by the Board of Directors of the Corporation upon majority vote of the Directors.

Article X

Registered Office and Registered Agent. The street address of the initial Registered Agent is 3550 W. Hwy. 635, Science Hill, KY 42553, and the initial registered agent at that address is Jeremy Hall.

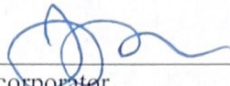
Principal Office. The mailing address of the Principal Office of the Corporation is PO Box 5, Science Hill, KY 42553.

Incorporators. The names and addresses of the incorporators are:

Jeremy Hall
3550 W. Hwy. 635
Science Hill, KY 42553

* * *

Signed by the Incorporator at Science Hill, Pulaski County, Kentucky, this 19th day of October, 2023.


Incorporator

Subscribed and sworn to me by Jeremy Hall, incorporator, this 19 day of Oct, 2023.


Notary Public
My Commission Expires: 