



**COMMONWEALTH OF KENTUCKY**  
**ALISON LUNDERGAN GRIMES, SECRETARY OF STATE**

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Alison Lundergan Grimes  
 Kentucky Secretary of State  
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 12/23/2019 6:18 AM  
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**Division of Business Filings**  
**Business Filings**  
 PO Box 718, Frankfort, KY 40602  
 (502) 564-3490

**Articles of Incorporation**  
**Non-profit Corporation**

**NAI**

**Please note:** This form does not comply with 501 (C) status. You should contact the Internal Revenue Service prior to filing the Articles of Incorporation.

Pursuant to KRS 14A and KRS 273, the undersigned applies to qualify and for that purpose submits the following statements:

Article I: The name of the corporation is The Wolnitzek Family Foundation, Inc.

Article II: The purpose for which the corporation is organized (See attached)

Article III: The name of the registered agent is QI Services-Kentucky, Inc.

and the street address of the corporation's initial registered office in Kentucky is

<u>50 East RiverCenter Blvd., Suite 1400</u>	<u>Covington</u>	<u>KY</u>	<u>41011</u>
<b>Street Address (No Post Office Box Numbers)</b>	<b>City</b>	<b>State</b>	<b>Zip Code</b>

Article IV: The mailing address of the corporation's principal office is

<u>2652 Crescent Springs Road</u>	<u>Erlanger</u>	<u>KY</u>	<u>41017</u>
<b>Street or PO Box Number</b>	<b>City</b>	<b>State</b>	<b>Zip Code</b>

Article V: The number of directors (minimum of three (3) required) constituting the initial board of directors is 10 (see attached)

The names and mailing addresses of the persons who are to serve as the initial board of directors are as follows:

<u>Brian D. Russell</u>	<u>3494 Laurel Oak Court</u>	<u>Edgewood</u>	<u>KY</u>	<u>41017</u>
<b>Name</b>	<b>Street or PO Box Number</b>	<b>City</b>	<b>State</b>	<b>Zip Code</b>
<u>Nicholas A. Russell</u>	<u>566 Kinsella Drive</u>	<u>Edgewood</u>	<u>KY</u>	<u>41017</u>
<b>Name</b>	<b>Street or PO Box Number</b>	<b>City</b>	<b>State</b>	<b>Zip Code</b>
<u>Jason Russell</u>	<u>3248 Ivy Ridge</u>	<u>Taylor Mill</u>	<u>KY</u>	<u>41015</u>
<b>Name</b>	<b>Street or PO Box Number</b>	<b>City</b>	<b>State</b>	<b>Zip Code</b>

Article VI: The name and mailing address of the incorporator is

<u>Kenneth H. Kinder II</u>	<u>150 E. Fourth Street, 4th Floor</u>	<u>Cincinnati</u>	<u>OH</u>	<u>45202</u>
<b>Name</b>	<b>Street Address or Post Office Box Number</b>	<b>City</b>	<b>State</b>	<b>Zip Code</b>
<b>Name</b>	<b>Street Address or Post Office Box Number</b>	<b>City</b>	<b>State</b>	<b>Zip Code</b>

Article VII: This application will be effective upon filing, unless a delayed effective date and/or time is provided. The effective date or the delayed effective date cannot be prior to the date the application is filed. The date and/or time is \_\_\_\_\_

**Please indicate the county in which your business operates:**  
 County: Kenton

*To complete the following, please shade the box completely.*

**Please indicate whether any of the following applies to your business ownership:**

☐ Women Owned    ☐ Veteran Owned    ☐ Minority Owned

**Please indicate which of the following best describes your business:**

☐ Agriculture    ☐ Mining    ☐ Services    ☐ Construction  
☐ Wholesale Trade    ☐ Retail Trade    ☐ Manufacturing    ☐ Finance, Insurance, Real Estate  
☐ Public Administration    ☐ Transportation, Communications, Electric, Gas, Sanitary Services  
☒ Other

I/We declare under penalty of perjury under the laws of the state of Kentucky that the foregoing is true and correct.

<u>Kenneth H. Kinder II</u>	<u>Kenneth H. Kinder II, Incorporator</u>	<u>12/19/19</u>
<b>Signature of Incorporator</b>	<b>Print Name &amp; Title</b>	<b>Date</b>

I, QI Services-Kentucky, Inc., consent to serve as the registered agent on behalf of the corporation.

<u>Pete Smith V.P.</u>	<u>Pete Smith V.P.</u>	<u>12/20/19</u>
<b>Signature of Registered Agent</b>	<b>Print Name &amp; Title</b>	<b>Date</b>
(05/17) <u>Pete Smith</u>		

## **APPENDIX A**

### **THE WOLNITZEK FAMILY FOUNDATION, INC.**

Article II: The purpose for which the corporation is organized is to do or perform any and all acts to accomplish charitable, religious, educational and scientific purposes (within the meaning of Section 501(c)(3) of the Internal Revenue Code) in a manner that is permitted under the Internal Revenue Code; Treasury Regulations, rulings or other pronouncements by the Internal Revenue Service or the United States Department of Treasury and KRS § 273.167.

(a) The specific and primary purposes for which this corporation is formed are to operate for the advancement of charity, education, religion and science and for other charitable purposes authorized by KRS § 273.167, by the distribution of its funds for such purposes.

(b) Anything in these articles of incorporation to the contrary notwithstanding, the purpose or purposes for which this corporation is organized are limited to those that will qualify it as an exempt organization under Internal Revenue Code Section 501(c)(3), including for such purposes, the making of distributions to organizations organized and operated exclusively for charitable, religious, scientific or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

(c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation. This corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

(d) No part of the net earnings, properties or assets of this corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual or any member, director or officer of this corporation 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 this Article II. On liquidation or dissolution all properties and assets of this corporation remaining after paying or providing for all debts and obligations shall be distributed and paid over to such fund, foundation or corporation organized and operated for charitable, religious, educational or scientific purposes as the board of directors shall determine, and as shall at the time qualify as a tax-exempt organization under Section 501(c)(3) of the Internal Revenue Code, as such may be amended, or corresponding section of any future federal tax code.

Article V: (continued)

<u>Gregory Russell</u>	<u>1138 Camin Lane</u>	<u>Walton</u>	<u>KY</u>	<u>41094</u>
<b>Name</b>	<b>Street or PO Box Number</b>	<b>City</b>	<b>State</b>	<b>Zip Code</b>
<u>Lisa Russell Rickels</u>	<u>256 Tando Way</u>	<u>Covington</u>	<u>KY</u>	<u>41017</u>
<b>Name</b>	<b>Street or PO Box Number</b>	<b>City</b>	<b>State</b>	<b>Zip Code</b>
<u>Kyle A. Stein</u>	<u>2812 Welcome Way</u>	<u>Greenwood</u>	<u>IN</u>	<u>46143</u>
<b>Name</b>	<b>Street or PO Box Number</b>	<b>City</b>	<b>State</b>	<b>Zip Code</b>
<u>Mallory Stein</u>	<u>542 Yatz Drive</u>	<u>Edgewood</u>	<u>KY</u>	<u>41017</u>
<b>Name</b>	<b>Street or PO Box Number</b>	<b>City</b>	<b>State</b>	<b>Zip Code</b>
<u>Connor Stein</u>	<u>542 Yatz Drive</u>	<u>Edgewood</u>	<u>KY</u>	<u>41017</u>
<b>Name</b>	<b>Street or PO Box Number</b>	<b>City</b>	<b>State</b>	<b>Zip Code</b>
<u>Carly Wolnitzek</u>	<u>2574 Amsterdam Road</u>	<u>Villa Hills</u>	<u>KY</u>	<u>41017</u>
<b>Name</b>	<b>Street or PO Box Number</b>	<b>City</b>	<b>State</b>	<b>Zip Code</b>
<u>Casey Wolnitzek</u>	<u>2574 Amsterdam Road</u>	<u>Villa Hills</u>	<u>KY</u>	<u>41017</u>
<b>Name</b>	<b>Street or PO Box Number</b>	<b>City</b>	<b>State</b>	<b>Zip Code</b>

Article VIII: The personal liability of each director of the corporation shall be limited to the greatest extent allowable as provided in accordance with KRS § 273.248.