

ARTICLES OF NON-PROFIT INCORPORATION

OF

RACELAND - WORTHINGTON TOUCHDOWN CLUB, INCORPORATED

KNOW ALL MEN BY THESE PRESENTS: That the undersigned, does by these Articles of Incorporation, from a Non-Profit Corporation, under the laws of the Commonwealth of Kentucky, in such cases made and provided.

ARTICLE I

The Corporation shall be named and known as **RACELAND - WORTHINGTON TOUCHDOWN CLUB, INCORPORATED.**

ARTICLE II

The principal office address of the corporation is **P. O. Box 6933, Raceland, Kentucky 41169.**

ARTICLE III

The nature of the business proposed to be transacted by this non profit corporation shall be to help support school sponsored football programs of the Raceland-Worthington High School, through financial and non-financial contributions, by selling programs, concessions, donations and other fund raisers.

ARTICLE IV

The profession to be practiced through this corporation is to support school sponsored football programs of the Raceland-Worthington High School, through financial and non-financial contributions, by selling programs, concessions, donations and other fund raisers.

ARTICLE V

The registered office and address for service of process of the Corporation shall be **23 Taylor Lane, Greenup, Kentucky 41144** and its Agent for Process at that address shall be **Marty Johnson**.

ARTICLE VI

The corporation shall commence business as soon as these Articles have been filed for record, when the first Board of Directors is elected and the office registered and process agents authorized.

ARTICLE VII

The Raceland - Worthington Touchdown Club shall have an unlimited amount of memberships and honorary memberships.

ARTICLE VIII

Each member of record shall be entitled at all meetings of the non-profit corporation and on any other matter requiring a vote, to one vote.

ARTICLE IX

The Raceland - Worthington Touchdown Club, a non-stock, non-profit corporation shall have a minimum of three (3) directors and incorporators or as many as the By-Laws shall allow, the names and addresses of the three (3) main directors are Melinda Elkins and her address is 237 Lincoln Boulevard, Wurtland, Kentucky 41144; Cassandra Beach and her address is 829 Park Street, Worthington, Kentucky 41183; and Marty Johnson and his address is 73 Taylor Lane, Greenup, Kentucky 41144.

ARTICLE X

The business of the corporation shall be conducted by an Executive Board consisting of the officers of the non-profit corporation. The officers shall be President, Vice-President, Secretary and Treasurer. The latter two officers may be combined and held by one person. The officers elected at the first meeting of members and shall serve until his or her successor is elected and qualified.

ARTICLE XI

The members shall have the power to make By-Laws consistent with the laws of the Commonwealth of Kentucky, and consistent with these Articles of Incorporation, subject, however to the power of the members to change or repeal such By-Laws.

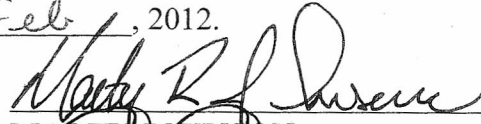
ARTICLE XII

The corporation shall indemnify each member and officer of the corporation or thou personal representative against claims, liabilities, expenses and costs actually and necessarily incurred by their or their estate in connection with, or arising out of, any action in which they are made a party by reason of than being or having been an officer or director, except in relation to matters as to which they shall be adjudged in their actions to be liable for actual negligence or misconduct, in the performance of their duties as such director or officer. The right of indemnification hero in provided shall also apply in respect to any amount paid in the compromise of any such claim asserted against such director or officer, including expenses and costs actually and necessarily incurred in connection therewith, provided the Board of Directors of the corporation shall first have approved such proposed compromise settlement and determined that the director or officer involved was not guilty of actual negligence or misconduct; but in taking such action the director involved shall not be qualified thereon.

ARTICLE XIII

The effective date for these Articles of Incorporation shall be 2/22/2012..

WITNESS MY HAND this 22 day of Feb, 2012.


MARTY JOHNSON

**STATE OF KENTUCKY
COUNTY OF GREENUP**

I, Terr Barnes, Notary Public, do hereby certify that on the 22 day of Feb, 2012, personally appeared before me Marty Johnson, who being first duly sworn, declared that he is the President of the Raceland-Worthington Touchdown Club, that he signed the foregoing document as President of the corporation, and that the statements contained therein are true.

My Commission expires 08-14-13.


NOTARY PUBLIC
GREENUP COUNTY, KENTUCKY

These Articles of Incorporation
prepared by:

MATTHEW J. WARNOCK
Warnock & Warnock
P.O. Box 617
Greenup, KY 41144

