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Michael G. Adams Kentucky Secretary of State Received and Filed: 1/10/2024 10:00 AM Fee Receipt: \$8.00

ARTICLES OF INCORPORATION

OF DOMESTIC NONPROFIT CORPORATION

The person acting as the incorporator under the provisions of § 273.247 of the Kentucky Nonprofit Corporation Acts adopts the following Articles of Incorporation:

ARTICLE 1. NAME

The name of this Corporation is <u>In This Together PAC</u>, <u>Inc.</u>

ARTICLE 2. PURPOSE

This Corporation is organized to help good people and good candidates win difficult elections.

ARTICLE 3. PRINCIPAL OFFICE

The mailing address for this Corporation's principal office is PO Box 5423, Louisville, KY 40255.

ARTICLE 4. MEMBERS

This Corporation shall not have members.

ARTICLE 5. REGISTERED AGENT & OFFICE

The name of this Corporation's initial registered agent is C T Corporation System and the Corporation's initial registered office is 306 W. Main Street, Suite 512 Frankfort, KY 40601.

ARTICLE 6. NONPROFIT INCORPORATION

This Corporation is incorporated as a nonprofit corporation under § 273.247 of the Kentucky Nonprofit Corporation Acts.

ARTICLE 7. INDEMNIFICATION

The corporation reserves the power to indemnify a Director who is a party to a proceeding because they are or were a Director, for judgments, settlements, penalties, fines, including excise taxes assessed with respect to employee benefit plans, or reasonable expenses (including attorneys' fees) incurred with respect to a threatened, pending, or completed proceeding, except liability for:

- 1. Any transaction in which the Director's personal financial interest is in conflict with the financial interests of the Corporation or in which the Director receives a financial benefit to which the Director is not entitled;
- 2. An intentional infliction of harm;
- 3. A breach or failure to perform or negligence or misconduct in performance of duties contained in Kentucky Revised Statutes § 273.215 or a successor provision of law;
- 4. An intentional violation of criminal law; or
- 5. A breach or failure to perform that constitutes willful misconduct or wanton or reckless disregard for human rights, safety, or property.

ARTICLE 8. LIMITATION OF LIABILITY

A Director shall not be liable to the corporation or its members for money damages for any action taken, or any failure to take action, as a Director, except liability for:

- 1. For any transaction in which the Director's personal financial interest is in conflict with the financial interests of the Corporation or in which a financial benefit received by the Director to which the Director is not entitled;
- 2. An intentional infliction of harm;
- 3. A breach or failure to perform duties contained in Kentucky Revised Statutes § 273.215 or a successor provision of law in good faith;
- 4. An intentional violation of criminal law; or

5. A breach or failure to perform that constitutes willful misconduct or wanton or reckless disregard for human rights, safety, or property.

ARTICLE 9. DIRECTORS

The number of initial Directors of the Corporation is THREE. Their names and mailing addresses are as follows:

Steve Beshear PO Box 5423, Louisville, KY 40255

Allison Murray PO Box 5423, Louisville, KY 40255

Britainy Beshear PO Box 5423, Louisville, KY 40255

ARTICLE 10. INCORPORATOR

The name and address of the Incorporator for the Corporation is Jonathan S. Berkon and 250 Massachusetts Avenue NW, Suite 400 Washington, DC 20001.

Jonathan S. Berkon

250 Massachusetts Ave NW Suite 400

Washington, DC 20001

I, Kathy Widdoes, consent to serve as the registered agent on behalf of the corporation.

/s/ Kathy Widdoes

January 09, 2024

January 09, 2024

Kathy Widdoes Assistant Secretary C T Corporation System