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Michael G. Adams Kentucky Secretary of State Received and Filed: 3/6/2025 2:26 PM Fee Receipt: \$10,740.00	

ARTICLES OF INCORPORATION

OF

FIRST SOUTHERN NATIONAL BANCSHARES, INC.

The undersigned Incorporator, First Southern Bancorp, Inc., executes and delivers these Articles of Incorporation for the purpose of forming and does hereby form a corporation under the laws of the Commonwealth of Kentucky in accordance with the following provisions:

ARTICLE I

Name

The name of the corporation is First Southern National Bancshares, Inc. (hereinafter the "Corporation").

ARTICLE II

Purposes

The purposes of the Corporation are:

1. To engage in the business of being a bank holding company, including without limitation, the ownership of bank stock and the conduct of any and all such activities which are or may hereafter be permissible activities of a bank holding company under the Bank Holding Company Act of 1956, as amended.
2. To engage in any or all business enterprises for which corporations may be organized and which the Board of Directors

may deem beneficial, profitable and in the best interests of the Corporation, and to do all the things deemed by the Board of Directors to be necessary or desirable in connection with any of the Corporation's businesses.

ARTICLE III

Powers

The Corporation shall have all the powers conferred upon a corporation organized pursuant to the Kentucky Business Corporation Act, KRS § 271B.1-010 et seq., and shall have all powers necessary, proper, convenient, or desirable in order to fulfill and further the purposes of the Corporation.

The Corporation shall have the power to repurchase shares of the stock of the Corporation to the extent of unreserved and unrestricted earned surplus and capital surplus of the Corporation; any shares so acquired shall constitute authorized but unissued shares of the Corporation.

ARTICLE IV

Duration

The Corporation shall have perpetual existence.

ARTICLE V

Registered and Principal Office and Registered Agent

The initial registered and principal office of the Corporation in the Commonwealth of Kentucky is 99 Lancaster Street, Stanford, KY 40484.

The initial registered agent is Bradley J. Betack.

ARTICLE VI

Capital Stock

The total number of shares of common stock which may be issued by the Corporation is 5,000,000 shares, each having no par value. Each holder of common stock is entitled to one vote per share and may vote same as provided by law. The shareholders of the common stock of the Corporation shall be entitled to no preemptive rights to acquire additional shares of common stock.

ARTICLE VII

Incorporator

The name and address of the Incorporator is First Southern Bancorp, Inc., 99 Lancaster Street, Stanford, Kentucky 40484.

ARTICLE IX

INDEMNIFICATION OF OFFICERS AND DIRECTORS

The Corporation shall indemnify and hold harmless any person who was or is made or is threatened to be made a party, or is otherwise involved in any threatened, pending, or completed

action, suit, or proceeding, whether civil, criminal, administrative, or investigative and whether formal or informal (a "proceeding"), by reason of the fact that he or she, or a person for whom he or she is the legal representative, is or was a director or executive officer of the Corporation or is or was serving at the request of the Corporation as a director or executive officer of a subsidiary of the Corporation, against all liability and loss suffered and expenses reasonably incurred by such person, except to the extent such indemnification is prohibited by law. For the avoidance of doubt, the Corporation shall not make an indemnification payment prohibited under Part 359 of the Rules and Regulations of the Federal Deposit Insurance Corporation (Golden Parachute and Indemnification Payments).

Notwithstanding the foregoing, the Corporation shall be required to indemnify a person in connection with a proceeding initiated by such person only if the proceeding was authorized by the Board of Directors of the Corporation, and no person shall be entitled to indemnification (i) for any liability, loss or expense to the extent it arises out of acts or omissions as a director of the Corporation which constituted intentional misconduct or intentional violations of law or (ii) for any liability, loss or expense to the extent it arises out of acts or omissions as an executive officer of the Corporation which constituted willful or intentional misconduct or intentional violations of law.

The Corporation may indemnify and hold harmless any person who was or is made or is threatened to be made a party to, or is otherwise involved in, any proceeding, by reason of the fact that he or she, or a person for whom he or she is the legal representative, is or was an employee, agent or other institution affiliated party (within the meaning of 12 U.S.C. 1813(u)) of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust, enterprise or non-profit entity, against all liability and loss suffered and expenses reasonably incurred by such person, except to the extent such indemnification is prohibited by law.

The Corporation shall pay the expenses of directors and executive officers of the Corporation, and may pay the expenses of other institution affiliated parties, employees and agents of the Corporation, incurred in defending any proceeding in advance of its final disposition, *provided, however,* that the payment of expenses incurred by a person in advance of the final disposition of the proceeding shall be made only upon receipt of an undertaking by such person to repay all amounts advanced if it should be ultimately determined that such person is not entitled to be indemnified under this Article IX or otherwise. For the avoidance of doubt, the Corporation shall not pay any expenses in advance of

the final disposition of a proceeding to the extent such advance is prohibited by law.

The rights conferred on any person by this Article IX shall not be exclusive of any other rights which such person may have or hereafter acquire under any statute, provision of the articles of incorporation, bylaws, agreement, vote of shareholders or disinterested directors or otherwise.

Any repeal or modification of the foregoing provisions of this Article IX shall not adversely affect any right or protection hereunder of any person in respect of any act or omission occurring prior to the time of such repeal or modification. Notwithstanding anything in this Article IX to the contrary, any and all indemnification under this Article IX is subject to such limitations and/or restrictions on indemnification as may be imposed by the statutes and regulations of the Commonwealth of Kentucky, as amended from time to time, and by applicable rules and regulations of the Federal Deposit Insurance Corporation or other financial institution regulatory agencies and/or bodies, as amended from time to time.

Article X

Elimination of Director Liability

No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages for a breach of his or her duties as a director except for liability:


- a) for any transaction in which the director's personal financial interest is in conflict with the financial interests of the Corporation or its shareholders;
- b) for acts or omissions not in good faith or which involve intentional misconduct or are known to the director to be a violation of law;
- c) for any vote for or assent to an unlawful distribution to shareholders as prohibited under KRS § 271B.8-330; or
- d) for any transaction from which the director derived an improper personal benefit.

If the Kentucky Business Corporation Act is hereafter amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Kentucky Business Corporation Act, as so amended. Any repeal or modification of this Article X by the shareholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification. This Article X shall continue to be applicable with respect to any breach of duties by a director of the Corporation as a director notwithstanding that such director thereafter ceases to be a

director and shall inure to the personal benefit of such director's heirs, executors and administrators.

SIGNED AND ACKNOWLEDGED by the Incorporator at Stanford, Kentucky, this 6th day of March, 2025.

First Southern Bancorp, Inc.

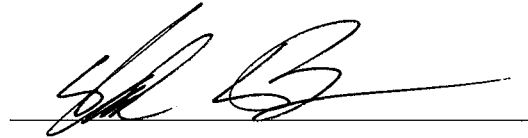
By: _____

Name: Bradley J. Betack

Title: Corporate Secretary

CONSENT OF INITIAL REGISTERED AGENT

Pursuant to the provisions of KRS § 271B.2-020 and KRS § 14A.4-010, the undersigned as the initial registered agent identified in Article V of the Articles of Incorporation of First Southern National Bancshares, Inc. (the "Corporation"), hereby consents to serve the Corporation in that capacity until such time as such appointment is terminated or until the undersigned resigns.

A handwritten signature in black ink, appearing to read 'B. J. Betack', is written over a horizontal line.

Bradley J. Betack