

ARTICLES OF INCORPORATION

OF

EntrePaducah

The undersigned incorporator(s), a natural person 18 years of age or older, in order to form a corporate entity under Kentucky Statutes, adopts the following articles of incorporation.

ARTICLE I

NAME/REGISTERED OFFICE

The name of this corporation shall be EntrePaducah, Corp., located at 401 Kentucky Ave., Paducah, KY 42003.

ARTICLE II

PURPOSE

This corporation is organized exclusively for educational purposes, more specifically to conduct business education activities for small businesses and small business start-ups. To this end, the corporation shall at all times be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

ARTICLE III

EXEMPTION REQUIREMENTS

At all times shall the following operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in the purpose clause hereof.
2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or

referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

3. Notwithstanding any other provisions of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE IV

DURATION

The duration of the corporate existence shall be perpetual.

ARTICLE V

MEMBERSHIP/BOARD OF DIRECTORS

The corporation shall have no members. The management of the affairs of the corporation shall be vested in a Board of Directors, as defined in the corporation's bylaws. No Director shall have any right, title, or interest in or to any property of the corporation.

The number of Directors constituting the first Board of Directors is 11, their names and addresses being as follows:

John Truitt, Chair	401 Kentucky Ave., Paducah, KY 42003
Danny Evitts, Treasurer	401 Kentucky Ave., Paducah, KY 42003
Dr. Barbara Veazey	401 Kentucky Ave., Paducah, KY 42003
Keith Jennings	401 Kentucky Ave., Paducah, KY 42003
William Carter	401 Kentucky Ave., Paducah, KY 42003
Helen Sims	401 Kentucky Ave., Paducah, KY 42003
Dr. Tim Todd	401 Kentucky Ave., Paducah, KY 42003
Jeff Pederson	401 Kentucky Ave., Paducah, KY 42003
Doug Harnice	401 Kentucky Ave., Paducah, KY 42003
Elaine Spalding	401 Kentucky Ave., Paducah, KY 42003
Chad Chancellor	401 Kentucky Ave., Paducah, KY 42003

Members of the first Board of Directors shall serve until the first annual meeting, at which their successors are duly elected and qualified, or removed as provided in the bylaws.

ARTICLE VI

PERSONAL LIABILITY

No officer, or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the officer, or Directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE VII

DISSOLUTION

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of by the District Court of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII

INCORPORATOR(S)

The incorporator(s) of this corporation is/are:

The undersigned incorporator(s) certify(ies) that she/he/they execute(s) these articles for the purposes herein stated.

Signature: Date: July
Terry 5, 2012
Reeves

Signature: Date: July
John 5, 2012
Truitt

Signature: Date: July
Sam 5, 2012
Wright