

ARTICLES OF ORGANIZATION**OF****DREAM EQUATION, LLC**

The undersigned hereby forms and organizes a nonprofit limited liability company pursuant to the Kentucky Limited Liability Company Act and adopts the following Articles of Organization of such nonprofit limited liability company:

Article I

The name of the nonprofit limited liability company is:

Dream Equation, LLC

Article II

The name and street address of the registered agent of the nonprofit limited liability company are:

Corporation Service Company
421 West Main Street
Frankfort, Kentucky 40601

Article III

The mailing address of the initial principal place of business of the nonprofit limited liability company is:

12201 Bluegrass Parkway
Louisville, Kentucky 40299

Article IV

The management of the nonprofit limited liability company is reserved to a manager or managers elected and/or appointed in accordance with the operating agreement of the limited liability company. Only a person elected or appointed as a manager may bind the nonprofit limited liability company, and no member, by reason of being a member, may bind the nonprofit

limited liability company. The authority of the manager(s) shall be exercised in accordance with the operating agreement of the nonprofit limited liability company.

Article V

The duration of the nonprofit limited liability company shall be perpetual, save and until its dissolution in accordance with the Kentucky Limited Liability Company Act and the operating agreement of the nonprofit limited liability company.

Article VI

Except as otherwise provided by Kentucky law, no member, manager, agent or employee of the nonprofit limited liability company shall be personally liable for the debts, obligations, or liabilities of the nonprofit limited liability company, whether arising in contract, tort or otherwise, or for the acts or omissions of any other member, manager, agent or employee of the nonprofit limited liability company.


Article VII

The Company is organized and operated exclusively for charitable, religious and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or corresponding section of any future federal tax code). The Company shall receive contributions and fees, and shall distribute its funds for charitable, religious and educational purposes. In carrying out its corporate purposes, the Company shall have all the powers allowed by Section 501(b) of the Code.

Any other provision of these Articles to the contrary notwithstanding, the Company shall have no capital stock and no power to issue certificates of stock nor to declare dividends; no part of the net earnings of the Company shall inure to the benefit of, or be distributable to its members, trustees, directors, officers, or other private persons, except that the Company shall be

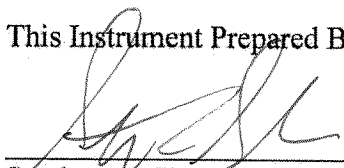
authorized and empowered to pay reasonable compensation for services rendered and to make distributions in furtherance of Section 501(c)(3) purposes; no substantial part of the activities of the Company shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Company shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office; and the Company shall not carry on any activities denied to: (a) a corporation described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or corresponding section of any future federal tax code) or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended (or corresponding section of any future federal tax code).

Date: July 3, 2019



Stephen A. Sherman, Organizer

This Instrument Prepared By:



Stephen A. Sherman
Stoll Keenon Ogden PLLC
500 West Jefferson Street
Suite 2000
Louisville, Kentucky 40202-2828
(502) 333-6000

**Consent of Initial Agent to Serve as
Registered Agent for Service of Process**

The undersigned, Corporation Service Company, hereby consents to serve as initial registered agent of Dream Equation, LLC.

CORPORATION SERVICE COMPANY

By: 

Name: Linda Snook

Title: Assistant VP