

ARTICLES OF INCORPORATION OF
ROY’S REBELS, INC.
A KENTUCKY NON-PROFIT CORPORATION

The undersigned organizer hereby executes these Articles of Incorporation for the purpose of forming and does hereby form a non-profit corporation pursuant to KRS 14A and KRS 273 of the Commonwealth of Kentucky in accordance with the following provisions:

ARTICLE I
NAME

The name of the corporation is “Roy’s Rebels, Inc.”

ARTICLE II
PURPOSE

The organization is organized exclusively for charitable, religious, educational, and scientific purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. No part of the net earnings of the Organization shall inure to the benefit of, or be distributable to its Directors, Officers, or other private persons, except that the Organization shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this Article II. No substantial part of the Organization’s activities shall consist of promoting propaganda or otherwise attempting to influence legislation, and the Organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Bylaws, 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, or 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 III
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the limited liability company in the Commonwealth of Kentucky is 9301 Dayflower Street, Prospect, Kentucky 40059, and the initial registered agent at that address is GSRA, LLC, c/o Michael W. McClain, Esq.

**ARTICLE IV
INITIAL PRINCIPAL OFFICE**

The mailing address of the initial principal office of the limited liability company in the Commonwealth of Kentucky is 12413 Kingsley Drive, Louisville, KY 40229.

**ARTICLE V
DIRECTORS**

The initial number of directors constituting the initial board of directors is three (3), and the names and mailing addresses of the persons who are to serve as the initial board of directors are as follows:

1. Leroy E. Hickerson, 12413 Kingsley Drive, Louisville, KY 40229;
2. Donald L. Gentry, 7424 Old North Church Road, Louisville, KY 40214; and
3. Jonika L. Sales, 6321 Maravian Drive, Louisville, KY 40258.

**ARTICLE VI
INCORPORATOR**

The name and mailing address of the incorporator is Michael W. McClain, Goldberg Simpson LLC, 9301 Dayflower Street, Prospect, KY 40059.

**ARTICLE VII
DISSOLUTION**

Upon the dissolution of this 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.

**ARTICLE VIII
EFFECTIVE DATE**

This application will be effective upon filing.

I declare under penalty of perjury under the laws of the state of Kentucky that the foregoing is true and correct.

<u>Michael W. McClain</u>	<u>Michael W. McClain, Counsel</u>	<u>9/22/23</u>
Signature of Incorporator	(Print) Name and Title	Date

I, Michael W. McClain, Esq., by and through GSRA, LLC, consent to serve as the registered agent on behalf of the corporation.

<u>Michael W. McClain</u>	<u>Michael W. McClain, counsel</u>	<u>9/22/23</u>
Signature of Registered Agent	(Print) Name and Title	Date