

**Commonwealth of Kentucky  
Michael G. Adams, Secretary of State**

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Michael G. Adams  
KY Secretary of State  
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NAOI

Michael G. Adams  
Secretary of State  
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**Articles of Incorporation  
Non-profit Corporation**

**NAI**

**Please Note:** This form does not automatically confer tax-exempt status. For additional information, contact the Internal Revenue Service prior to filing the Articles of Incorporation.

Pursuant to KRS 14A and KRS 273, the undersigned hereby forms a nonprofit corporation and for that purpose sets forth the following:

**Article I:** The name of the corporation is

**VOELKER FAMILY FOUNDATION CORPORATION**

**Article II:** The purpose for which the corporation is organized is **The Corporation is organized and operated exclusively for charitable, religious, education and scientific purposes.**

**Article III:** The name of the initial registered agent is

**KMK Service Corp.**

and the street address of the corporation's initial registered office in Kentucky is

**2335 Buttermilk Crossing , Suite 303, Crescent Springs, KY 41017**

**Article IV:** The mailing address of the corporation's principal office is

**15540 Independence Lane, Walton, KY 41094**

**Article V:** The number of directors constituting the initial board of directors is **3**

The names and mailing addresses of the persons who are to serve as the initial board of directors are as follows:

**F. Edward Voelker 15540 Independence Lane, Walton, KY 41094**

**Kathleen I. Voelker 15540 Independence Lane, Walton, KY 41094**

**Casey E. Raybourne 2113 Center Point Road, Hendersonville, TN 37075**

**Article VI:** The name and mailing address of the incorporator is as follows:

**Thomas W. Langevin 1 E Fourth Street, Ste 1400, Cincinnati, OH 45202**

**Article VII:** Additional articles not inconsistent with law may be stated in the space below.

**ARTICLE VII**

**No part of the net earnings of the corporation shall inure to the benefit of, or be distributed in any manner, directly or indirectly, to any member, trustee, officer, or other private person, except that the corporation shall be authorized and empowered to pay reasonable**

compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any political candidate for public office. Notwithstanding any other provision of the Articles, the corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

## **ARTICLE VIII**

**With respect to its activities and existence:**

- (1) The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).**
- (2) The corporation shall not engage in any act of self dealing as defined in Section 4941 (d) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).**
- (3) The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).**
- (4) The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).**
- (5) The corporation shall not make any taxable expenditures as defined in Section 4945 (d) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).**

## **ARTICLE IX**

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provisions for payment of all liabilities of the corporation, dispose of all assets of the corporation exclusively for the purposes of the organization in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any assets not so disposed of shall be disposed of by the Court of Common Pleas of the County in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

This application will be effective on Tuesday, February 13, 2024

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

**Thomas W. Langevin**  
**Sole Incorporator**  
2/13/2024

I, **F. Mark Reuter**, consent to sign for **KMK Service Corp.** who serves as the Registered Agent on behalf of the corporation.

**F. Mark Reuter**  
**Vice President**  
2/13/2024

