

Commonwealth of Kentucky
Michael G. Adams, Secretary of State

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

NAI

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1412458.09
Michael G. Adams
Secretary of State
Received and Filed
12/2/2024 12:00:00 AM
Fee receipt: \$8

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 nonprofit corporation is

THE EVAN MCPHERSON FOUNDATION Inc.

Article II: The purpose of the nonprofit corporation is **Please see additional articles.**

Article III: The name of the initial registered agent is

Taft Service Solutions Corp.

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

50 E. RiverCenter Boulevard, Suite 850, Covington, KY 41011

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

50 E. RiverCenter Boulevard, Suite 850, Covington, KY 41011

Article V: The number of directors constituting the initial board of directors is **4**

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

Director	Evan McPherson	50 E. RiverCenter Boulevard, Suite 850, Covington, KY 41011
Director	Gracie McPherson	50 E. RiverCenter Boulevard, Suite 850, Covington, KY 41011
Director	David Eltringham	50 E. RiverCenter Boulevard, Suite 850, Covington, KY 41011
Director	Matt Eltringham	50 E. RiverCenter Boulevard, Suite 850, Covington, KY 41011

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

Incorporator	Ronald C. Christian	425 Walnut St., Suite 1800, Cincinnati, OH 45202
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Additional articles not inconsistent with law may be stated in the space below.

Article II.A Purposes: The Evan McPherson Foundation Inc. (the "Corporation") is organized exclusively for charitable and educational purposes, as defined in Section 501(c)(3)

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of the Internal Revenue Code of 1986, as amended, or the corresponding future United States Internal Revenue law (the "Code"). The specific purposes of the Corporation is formed are to conduct charitable and educational activities limited to, conducting youth sports camps, and the Corporation may not make distributions including primarily distributions to organizations that qualify as organizations under Code Section 501(c)(3) and to conduct any activities consistent with such purposes, the nonprofit corporation laws of the Commonwealth of Kentucky, and Section 501(c)(3) of the Code.

Article II.B. No Inurement: No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers, or any other private individual or entity, 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 above. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, except as provided in Section 501(h) of the Code. The Corporation shall not participate in, nor 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 Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Code.

Article II.C. Dissolution: Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation to such organization or organizations that are organized and operated exclusively for religious, charitable or educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the Board of Directors shall determine. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction exclusively for such purposes or to an organization or organizations, as said court shall determine which are organized and operated exclusively for such purposes.

Article II.D. Private Foundation: At any time the Corporation is classified as a private foundation under the Code, the following provisions shall apply. The Corporation will distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code. Further, the Corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Code, nor retain any excess business holdings as defined in Section 4943(c) of the Code, nor make any investments in such manner as to subject the Corporation to tax under Section 4944 of the Code, nor make any taxable expenditures as defined in Section 4945(d) of the Code.

This filing will be effective on **Monday, December 2, 2024.**

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

Signature of individual signing on behalf of **Incorporator: Ronald C. Christian**

I, **Taft Service Solution Corp.**, consent to sign for **Taft Service Solutions Corp.** who serves as the Registered Agent on behalf of

this entity on Monday, December 2, 2024.

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