

Articles of Incorporation
Of
Friends of the Holt Home, Inc.

For the purposes of forming a nonprofit corporation in Kentucky pursuant to KRS 14A and KRS 273, the undersigned incorporator hereby submits the following Articles of Incorporation to the Secretary of State for filing:

Article I

The name of the corporation is Friends of the Holt Home, Inc.

Article II

The purpose for which this corporation is organized is to obtain funds through grants, fundraising activities and donations for the oversight of restoration and operation of the Judge Joseph Holt Home and cemetery and for the administration of educational training programs, and public awareness campaigns to preserve and honor the legacy of Judge Joseph Holt, and for any lawful purpose set forth in KRS 273.167.

Said corporation is organized exclusively for charitable, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under 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 corporation shall inure to the benefit of or be distributable to its members, trustees, officers, or private persons, except that the corporation shall be authorized and empowered to pay any reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the corporation shall be 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 candidate for public office.

Notwithstanding any provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by any corporation exempt from federal tax under sections 501(c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by any corporation, contributions which are deductible under section 170(c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or the 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 shall be disposed of by a Court of Competent Jurisdiction of the county in which

the principal office of the corporation 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 III

The name of the registered agent is Stephen G. Hopkins, Esq., and the street address of the corporation's initial registered office in Kentucky is 83 Ballpark Road, Hardinsburg, Kentucky 40143.

Article IV

The mailing address of the corporation's principal office is P. O. Box 704, Hardinsburg, Kentucky 40143.

Article V

The number of directors constituting the initial board of directors is nine. The names and mailing addresses of the persons who are to serve as the initial board of directors are as follows:

President: Susan Dyer, 4557 Hwy 1401, Harned, KY 40144;

Vice President: Jonathan Boyd, 213 E 5th Street, Hardinsburg, KY 40143

Secretary/Treasurer: Sherry D. Stith, 84 Seven Oaks Ext. Ln., Irvington, KY 40146

Director: Charles Corbett, 863 Cave Heights Lane, Falls of Rough, KY 40119

Director: P. J. O'Donoghue, 7601 N Hwy 259, Hardinsburg, KY 40143

Director: Gordon Lee Stinnett, 6930 E Hwy 144, Hardinsburg, KY 40143

Director: Kathina Bell, 10682 E Hwy 60, Irvington, KY 40146

Director: Maurice Lucas, 613 Bomar Street, Hardinsburg, KY 40143

Director: Melissa Kampars, P. O. Box 461, Hardinsburg, KY 40143

Article VI

The name and mailing address of the incorporator is: Charlie Corbett, 863 Cave Heights Lane, Falls of Rough, Kentucky 40119.

Article VII

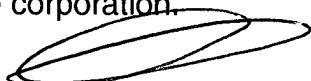
It is requested that this application be effective upon filing.

I, Charlie Corbett, incorporator, declare under penalty of perjury under the laws of the state of Kentucky that the forgoing is true and correct.


CHARLIE CORBETT, Incorporator

11/19/12
Date

I, Stephen G. Hopkins, Esq., consent to serve as the registered agent on behalf of the corporation.



STEPHEN G. HOPKINS, Registered Agent

11/19/12
Date