

The name of the corporation shall be AMAZING CHILDREN LEARNING CENTER, II, CORPORATION. The business of the corporation may be conducted as AMAZING CHILDREN LEARNING CENTER, II, CORPORATION; ACLC II CORPORATION; AMAZING CHILDREN LEARNING CENTER, II INC.

ARTICLE II – REGISTERED OFFICE ADDRESS

The place in Kentucky where the principal office of the corporation is to be located at 1520 Gagel Ave, Louisville, KY 40216.

ARTICLE III – PURPOSE

AmaZing Children Learning Center, II is a nonprofit corporation organized exclusively for charitable and educational purposes as specified in Section 501(c) (3) of the Internal Revenue Code.

The purpose of this organization shall be to provide childcare, which will fulfill a child’s social, psychological, cognitive, and physical needs, away from their homes, where substantially all the care provided is to enable individuals (the parents or legal guardians) to be gainfully employed. In addition will serve the community through human services programming. The services are available to the general public.

Programming will include but not limited to: Child, Family, and Youth Development; Family Self-Sufficiency; Financial Literacy; Transportation; Income Tax Assistance; Safety Net Services; Food Assistance; Utility Assistance; Nutrition Education; Adult Education; Emergency Financial Assistance; Rental Assistance; Mortgage Assistance; Housing; Homeless Assistance; Repair Services; Energy Conservation Commercial and Residential; Volunteer Programs.

To maximize our impact on current efforts, we may seek to collaborate with other nonprofit organizations which fall under the 501(c) (3) section of the internal revenue code and are operated exclusively for charitable and educational purposes.

At times, per the discretion of the board of directors, we may provide internships or volunteer opportunities which will provide opportunities for involvement in said activities and programs in order to have a greater impact for change.

Public Benefit

AmaZing Children Learning Center, II is designated as a public benefit corporation.

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Alison Lundergan Grimes
Kentucky Secretary of State
Received and Filed:
4/27/2015 3:18 PM
Fee Receipt: \$8.00

payments and distributions consistent with these Articles.

No officer or director of this corporation shall be personally liable for the debts or obligations of the AmaZing Children Learning Center, II of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE V – EXEMPTION REQUIREMENTS

At all times the following shall operate as conditions restricting the operations and activities of the corporation:

- No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in the purpose clause hereof.
- No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.
- Notwithstanding any other provisions of this document, the organization shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c) (3) of the Internal Revenue Code or corresponding section of any future tax code, or by an organization, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code, or corresponding section of any future tax code.
- Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VI – MEMBERSHIP/BOARD OF DIRECTORS

AmaZing Children Learning Center shall have no members. If the corporation requires members at some point in time; the eligibility, rights and obligations of the members will be determined by the organization's bylaws.

The management of the affairs of the corporation shall be vested in a board of directors, as defined by the corporation's bylaws. No director shall have any right, title, or interest in or to any property of the corporation.

The number of directors constituting the initial board of directors is three (3); their names and addresses are as follows:

- Darrin K. Lee Jr., 3505 Northwestern Parkway, Louisville, KY 40212

The organization to receive the assets of the AmaZing Children Learning Center, II hereunder shall be selected by the discretion of a majority of the managing body of the AmaZing Children Learning Center, II and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the AmaZing Children Learning Center, II by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Kentucky.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Kentucky to be added to the general fund.

ARTICLE VIII – AMENDMENTS

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

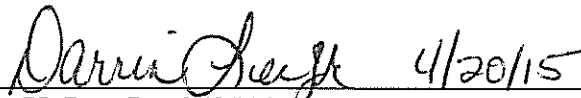
ARTICLE VIII – REGISTERED AGENT

The registered agent of the corporation shall be:

➤ Darrin Keith Lee Jr. – 3505 Northwestern Parkway, Louisville, KY 40212

ARTICLE X – INCORPORATORS

In witness whereof, we, the undersigned, have hereunto subscribed our names for the purpose of forming the corporation under the laws of the State of Kentucky and certify we executed these Articles of Incorporation this 20th day of April, 2015:



Darrin K. Lee Jr., 3505 Northwestern Parkway, Louisville, KY 40212



Rodnika L. Floyd, 212 Olde English Court, Louisville, KY 40272

Date: 4/20/15

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