

Commonwealth of Kentucky
Michael G. Adams, Secretary of State

NAOI
1425368.09
Michael G. Adams
Secretary of State
Received and Filed
1/28/2025 12:00:00 AM
Fee receipt: \$8

Michael G. Adams
Secretary of State
P. O. Box 718
Frankfort, KY 40602-0718
(502) 564-3490
<http://www.sos.ky.gov>

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 nonprofit corporation is

ALL CITY Inc.

Article II: The purpose of the nonprofit corporation is **Enrich and educate communities about and with art.**

Article III: The name of the initial registered agent is

United States Corporation Agents, Inc.

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

9900 Corporate Campus Drive Suite 3000 Louisville, KY, KY 40223

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

1795 Alysheba Way Ste 7202 #706386 Lexington Fayette, KY, KY 40509

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:

Director	Branden McClain	1795 Alysheba Way Ste 7202 #706386, Lexington, KY 40509
Director	Willilam Hicks	1795 Alysheba Way Ste 7202 #706386, Lexington, KY 40509
Director	Trey Waterbury	1795 Alysheba Way Ste 7202 #706386, Lexington, KY 40509

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

Incorporator	William Hicks	1795 Alysheba Way Ste 7202 #706386, Lexington, KY 40509
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Additional articles not inconsistent with law may be stated in the space below.

Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify

as exempt organizations under the section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The business purpose of this organization is as follows: Annual voting for directors/officers as well as advisors.

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No part of the net earnings of this organization shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, 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 herein. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of this document, 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 Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Upon the dissolution of this corporation, assets remaining 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. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the organization 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.

This filing will be effective on **Tuesday, January 28, 2025.**

This entity is **NOT** a tobacco retailer as defined by KRS 438.305(9).

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: William Hicks**

I, **Erik Treutlein, United States Corporate Agents, Inc.**, consent to sign for **United States Corporation Agents, Inc.** who serves as the Registered Agent on behalf of this entity on Tuesday, January 28, 2025.