

ARTICLE OF INCORPORATION
OF
ProTec U Inc.

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Alison Lundergan Grimes
Kentucky Secretary of State
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The undersigned sole incorporator hereby forms a S Corporation under and by virtue of the laws of the Commonwealth of Kentucky and hereby adopts the following articles of incorporation:

ARTICLE I

The name of the S Corporation shall be ProTec U Inc.

ARTICLE II

The incorporate existence shall be a perpetual duration unless sooner dissolved in a manner provided by law.

ARTICLE III

The purpose for which the S Corporation is organized is the transaction of any and all business for which corporations may be incorporated under the Kentucky Business Corporation Act.

ARTICLE IV

The total number of shares of stock of all classes, which the S Corporation is authorized to issue is One hundred shares, all of which shall be common stock of the same class, shall be without par value, and shall be entitled to one voter per share.

ARTICLE V

The address of the initial registered office of the S Corporation in this state shall be

3313 Enridge Dr Louisville, Jefferson County, Kentucky, 40220

The name of the initial resisterd office and the registered agent of the S Corporation at such address shall be Finley McArthur. The registered office and registered agent of the S Corporation may be changed in the manner provided by law without amendment of these Articles.

ARTICLE VI

The address of the initial principal office of the S Corporation shall be 3313 Enridge Dr, Jefferson County, Kentucky 40220. The principal office of the S Corporation may be changed in the manner provided by law without amendment of these Articles.

ARTICLE VII

This number of directors constituting the initial Board of Directors shall be one (1). Thereafter, the number of Directors shall be as fixed, from time to time, by the bylaws, without necessity of amending these Articles. The name and address of the person who who is to serve on as sole Director until the first annual meeting of shareholders or until such person's successor be elected and qualified are as follows:

Finley McArthur

3313 Enridge Dr

Louisville, Kentucky 40220

ARTICLE VIII

The name and address of the sole incorporator are as follows:

Finley McArthur

3313 Enridge Dr

Louisville, Kentucky 40220

ARTICLE IX

- a) Each person who was or is made a party or is threatened to be made a party to or is involved in any action, suit or proceeding, whether civil, criminal, administrative or investigative ("proceeding"), and whether formal or informal, by reason of the fact that such person, or a person of whom such person is the legal representative, is or was a director or officer of the S Corporation or is or was serving at the request of the S Corporation as a director, officer, partner, trustee, employee or agent of another foreign or domestic corporation or of a partnership, joint venture, trust or other enterprise, including service with respect to employee benefit plans, whether the basis of such proceeding is alleged action in an official capacity as a director, officer, employee, or agent, shall indemnified and held harmless by the S Corporation to the fullest extent authorized by the Kentucky Business Corporation Act, as the same exists or may hereafter be amended, (but, in the case of any such amendment, only to the extent that such amendment permits the S Corporation to provide broader indemnification rights that the Kentucky Business Corporation Act permitted the S Corporation to provide prior to such amendment) against all expenses, liability and loss (including attorneys' fees, judgment, fines, ERISA excise taxes or penalties and amounts paid or to be in settlement) reasonable incurred or suffered by such person in connection therewith.
- b) Provided, however, that the S Corporation shall indemnify any such person seeking indemnity in connection with an action, suit or proceeding (or part thereof) was

authorized by the board of directors of the S Corporation. c) Such rights pursuant to sections a) and b) of this article shall be contract rights and shall include the right to be paid by the S Corporation expenses incurred in defending any such proceeding in advance of final disposition, provided, however, that the payment of such expenses incurred in by a director or officer in such person's capacity as a director or officer (and in any other capacity in which service was or is rendered by such person while a director or officer, including, without limitation, service to an employee benefit plan) shall be

made only upon determination:

1) by the Board of Directors by majority vote of a quorum consisting of directors

not, at the time, parties to the proceeding, or

2) if a quorum cannot thereby obtained, by majority vote of a committee duly

designated by the Board of Directors, consisting solely of two (2) or more directors not,

at the time, parties to the proceeding; or

3) by a special legal counsel selected by a quorum of the Board of Directors

consisting of directors not, at the time, parties to the proceeding, or if such quorum of

the Board of Directors cannot be obtained, the majority vote of the full Board of

Directors;

or

4) by the vote of shares not owned or voted under the control of directors who are, at

the time, parties the proceeding;

that such person

1)acted in good faith; and

2)reasonably believed

A) in the case of conduct in such person's official capacity with the S Corporation,
that such person's conduct was in the S Corporation's best interests; and

B) in all other cases that such person's conduct was least not opposed to the best interest
of the S Corporation; and

in the case of any criminal proceeding, the officer or director must show that
such person has not reasonable cause to believe such person's conduct was
unlawful.

D) any payment expense authorized under sections a), b), and/or c) of this
Article, shall be made in advance of the final disposition of such proceeding as
defined above upon,

1) such person's provision to the S Corporation of a written affirmation of such
person's good faith belief that such person has met the standard of conduct
described in section c) of this Article, and

2) such person's provision to the S Corporation of a written undertaking,
executed personally or on such person's behalf, unsecured, to repay the
advance if it is ultimately determined that such person did not meet the
standard of conduct described in section c) of this Article, and

3) The Board of Directors, sitting as a whole, determine upon the facts then
known that such facts would not preclude indemnification of such facts would not

preclude indemnification of such person pursuant to the Kentucky Business Corporation Act.

E) Notwithstanding the provisions of sections a), b), c), and d) of this Article, the S Corporation shall indemnify a director or officer who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which such person was a party because of such person's present or past officer's or director's duties to the S Corporation, against reasonable expenses incurred by such person in connection with the proceeding, further, in the event that a claim under sections a), b), c), d) and/or e) of this Article is not paid in full by the S Corporation within forty-five days after a written claim has been received by the Corporation, the claimant may apply to the court conducting the proceeding, or to any other court of competent jurisdiction and seek indemnification pursuant to the terms and conditions of the Kentucky Business Corporation Act.

F) The rights conferred on any person by sections a), b), c), d), and e) of this Article shall not be exclusive of any other rights which such person may have or hereafter acquire under any statute, provision of the Articles of Incorporation, By-Laws, agreement, vote of shareholders of disinterested directors or otherwise.

G) The S Corporation may purchase and maintain insurance on behalf of a person who is or was an officer or director of the S Corporation, or who, while an officer or director of the S Corporation, is or was serving at the request of the S Corporation as an officer, director, partner, trustee, employee or agent of another foreign or domestic

corporation, partnership, joint venture, trust, employee benefit plan, or the enterprise, against liability asserted against or incurred by such person in that capacity or arising from such person's status as an officer or director of the S Corporation, whether or not the S Corporation would have the power to indemnify such person against such expense, liability, or loss under the Kentucky Business Corporation Act.

Article X

The private property of the stockholders shall not be subject to the payment of the debts of the S Corporation.

IN WITNESS WHEREOF, the said sole incorporator does subscribe his name and acknowledge this to be his act and deed this 2 day May 2013



Finley A McArthur

STATE OF KENTUCKY

COUNTY OF JEFFERSON

On the 2 day of May, 2013

_____ personally appeared before me,

Incorporator herein, and produced to me, in my office in said County and State, the within Articles of Incorporation of ProTec U Inc., and acknowledged said to be her act and deed for uses and purposes therein mentioned.