

**AMENDED AND RESTATED ARTICLES OF ORGANIZATION
CENTERTOWN FOUNDATION LLC**

1314269.06 Michael G. Adams Kentucky Secretary of State Received and Filed: 11/14/2023 11:13 AM Fee Receipt: \$80.00	mmoore LARO
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The undersigned incorporator executes these amended articles of organization for the purpose of forming and does hereby form a nonprofit limited liability company under the laws of the Commonwealth of Kentucky, KRS 273.161 et seq., in accordance with the following provisions.

Article I: Name

The name of the corporation is CENTERTOWN FOUNDATION LLC.

Article II: Purposes and Powers

(A) The LLC is organized and operated exclusively for religious / charitable / educational purposes. In carrying out its purposes, the LLC shall have all the powers allowed LLCs by Chapter 273 of the Kentucky Revised Statutes.

(B) In furtherance of the general purposes in paragraph (A), the particular purpose of the LLC are to hold events, fundraisers, etc. to support the local community.

Article III: Directors

The LLC shall have no members. The business and affairs of the LLC shall be governed by a board of directors. The initial board of directors shall serve until the first annual election of directors and until their successors are elected and qualified. A director may be removed from office by majority vote of all other directors, with or without cause, or as otherwise specified in the duly adopted corporate bylaws. The names and mailing addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
Mike Aldridge	131 Donaway Centertown, KY 42328
Shelby Whitely	300 Carter Ferry Rd Centertown, KY 42328
Alison Marshall	214 Clearview Dr. Hartford, KY 42347

Chad Basham

414 Church St.
Centertown, KY 42328

Kathy Fleener

414 Broadway St.
Centertown, KY 42328

Article IV: Registered Office and Registered Agent

The street address of the initial registered agent of the LLC is 525 Main Street, P.O. Box 517, Centertown, Kentucky 42328. The name of the initial registered agent at that address is Mike Aldridge.

Article V: Principal Office

The mailing address of the principal office of the LLC is 525 Main Street, P.O. Box 517, Centertown, Kentucky 42328.

Article VI: Incorporator

The name and address of the incorporator is Mike Aldridge, 131 Donaway, Centertown, Kentucky 42328.

Article VII: Distributions

No part of the net earnings of the LLC shall inure to the benefit of, or be distributable to its members, directors, trustees, officers, or other private persons, except that the LLC 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 in Article Two hereof.

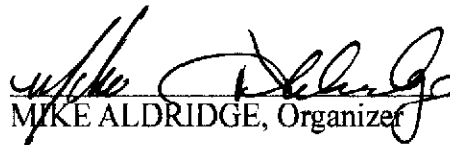
Notwithstanding any other provision of these Articles, the LLC shall not carry on any other activities not permitted to be carried on (a) by a LLC exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law) or (b) by a LLC, contributions to which are deductible under

Section 170(c)(2) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law).

Article VIII: Dissolution

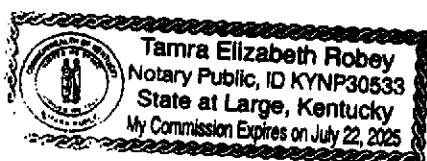
Upon the dissolution of the LLC, the Board of Directors shall, after paying or making provisions for the payments of all liabilities of the LLC, dispose of all the assets of the LLC exclusively for the purposes of the LLC in such manner, or to such organization or organizations organized and operated exclusively for religious or charitable purposes as shall at the time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the LLC is then located, exclusively for such purposes or to such organizations as said Court shall determine, which are organized and operated exclusively for such purposes.


Signed by the organizer on this the 10th day of Nov., 2023.


MIKE ALDRIDGE, Organizer

COMMONWEALTH OF KENTUCKY
COUNTY OF OHIO

Subscribed, sworn to, and acknowledged before me by MIKE ALDRIDGE, Organizer, on this the 10th day of November, 2023.




Notary Public, state at large
My commission expires: 7/22/2025
Notary ID Number: KYNP30533