



COMMONWEALTH OF KENTUCKY
ALISON LUNDERGAN GRIMES, SECRETARY OF STATE

Division of Business Filings
Business Filings
PO Box 718
Frankfort, KY 40602
(502) 564-3490
www.sos.ky.gov

Articles of Incorporation
Non-profit Corporation

NAI

Please note: This form does not comply with 501 (C) status. You should contact the Internal Revenue Service prior to filing the Articles of Incorporation.

Pursuant to KRS 14A and KRS 273, the undersigned applies to qualify and for that purpose submits the following statements:

Article I: The name of the corporation is Finley's Foundation, Inc.

Article II: The purpose for which the corporation is organized SIDS Awareness and Research Funding

Article III: The name of the registered agent is National Registered Agents, Inc.

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

306 West Main Street, Suite 512	Frankfort	Kentucky	40601-1840
Street Address (No Post Office Box Numbers)	City	State	Zip Code

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

103 Raise Old Glory Lane	Georgetown	Kentucky	40324-8025
Street or PO Box Number	City	State	Zip Code

Article V: The number of directors (minimum of three (3) required) 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:

Dwayne Ellison	103 Raise Old Glory Lane	Georgetown	Kentucky	40324-8025
Name	Street or PO Box Number	City	State	Zip Code
Samantha Eddington	148 Camp Creek Way	Georgetown	Kentucky	40324-8026
Name	Street or PO Box Number	City	State	Zip Code
Staci Wilson	153 Camp Creek Way	Georgetown	Kentucky	40324-8026
Name	Street or PO Box Number	City	State	Zip Code

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

Dwayne Ellison	103 Raise Old Glory Lane	Georgetown	Kentucky	40324-8025
Name	Street Address or Post Office Box Number	City	State	Zip Code

Name	Street Address or Post Office Box Number	City	State	Zip Code
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Name	Street Address or Post Office Box Number	City	State	Zip Code
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Article VII: This application will be effective upon filing, unless a delayed effective date and/or time is provided. The effective date or the delayed effective date cannot be prior to the date the application is filed. The date and/or time is _____

(Delayed effective date and/or time)

I/We declare under penalty of perjury under the laws of the state of Kentucky that the foregoing is true and correct.

	Dwayne Ellison- Director	01/24/2014
Signature of Incorporator	Print Name & Title	Date

I, National Registered Agents, Inc., consent to serve as the registered agent on behalf of the corporation.

	Adrian Brion (Assistant Secretary)	01/24/2014
Signature of Registered Agent	Print Name & Title	Date

Additional Pages:

- A. This Corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3), Internal Revenue Code.
- B. The Corporation is not organized and shall not be operated for pecuniary gain or profit. No part of the property or net earnings of the Corporation shall inure to the benefit of or be distributable to its directors, officers, or 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 purpose set forth in hereinabove. The Corporation shall not carry on propaganda, or otherwise attempted to influence legislation to such extent as would result in loss of its exemption from federal income tax under Section 501(c)(3) of the code, and the corporation shall not participate in, or intervene in (including publication or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, 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 code (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code (or the corresponding provisions of any future United States Internal Revenue Law).
- C. Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payments of all of the liabilities of the Corporation exclusively for the purpose of the Corporation in such manner, or to such organizations organized and operated exclusively for charitable, literary, religious or educational purposes and shall at the time qualify as an exempt organization described in Section 501(c)(3) of the Internal Revenue Code. Any such assets not disposed of by the Superior Court of the County in which the principal office of the Corporation is then located, to another organization as said the court shall determine, to be used in such a manner as in the judgment of the court will accomplish the general purposes for which the dissolved organization was organized.
- D. The Directors of the Corporation shall be elected or appointed as provided for in the bylaws and shall be immune from liability to the fullest extent permitted by law. Without limited the generality of the foregoing, no Director shall be personally liable to the Corporation for monetary damages for breach of duty or care or other duty as a Director for (a) any appropriation, in violation of his/her duties, of any business opportunity of the Corporation; (b) acts or omissions which involved intentional misconduct or a knowing violation of law; or (c) any transactions from which the Director derives an improper personal benefit.