

**ARTICLES OF INCORPORATION**  
**OF**

**THE FREEDOM CENTER, INC.**

(A Kentucky Nonprofit Corporation)

The undersigned, pursuant to 14A and KRS 273, the undersigned does hereby submit these Articles of Incorporation for the purpose of forming a nonprofit corporation.

1. **Name.** The name of the Corporation, referred to in these Articles as (“Corporation”) is:  
THE FREEDOM CENTER, INC.
2. **Charitable or Religious Corporation.** The Corporation is a charitable or religious nonprofit corporation as defined in Kentucky Revised Statutes, Chapter 14A and Kentucky Revised Statutes, Chapter 273.
3. **Registered Office.** The street address, the mailing address, and county of the Corporation’s initial registered office are 108 Lenoak Dr., Jefferson County, Louisville, KY 40214.
4. **Registered Agent.** The name of the Corporation’s registered agent at the registered office is Steven McMahan, 108 Lenoak Dr., Jefferson County, Louisville, KY 40214.
5. **Incorporator.** The name of the Corporation’s Incorporator is Steven McMahan, 108 Lenoak Dr., Jefferson County, Louisville, KY 40214.
6. **No Members.** The Corporation will not have members.
7. **Principal Office.** The street address of the principal office of the Corporation is 108 Lenoak Dr., Jefferson County, Louisville, KY 40214.
8. **Mailing Address.** The mailing address of the principal office of the corporation is 108 Lenoak Dr., Jefferson County, Louisville, KY 40214.
9. **Purposes.** The Corporation is organized exclusively for religious, charitable, scientific, literary, or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, including for such purposes the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code.
10. **Powers.** As a means of accomplishing the purposes for which it is organized, the Corporation shall have the rights and powers now or later conferred upon nonstock

corporations under Kentucky law, and the Corporation may do any and all things hereinabove set forth, and all things usual, necessary or proper in furtherance of or incidental to the purposes of the Corporation, provided that:

- (a) Notwithstanding any other provisions of these Articles, the Corporation shall only conduct or carry on activities permitted to be conducted or carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, and by an organization contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.
- (b) The Corporation shall neither have nor exercise any power, nor shall it directly or indirectly engage in any activity, that would (i) prevent it from obtaining exemption from federal income taxation as a corporation described in Section 501(c)(3) of the Internal Revenue Code, (ii) prevent it from obtaining the status of a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or (iii) cause it to lose such exemption or status.
- (c) The Corporation shall not be operated for the primary purpose of carrying on a trade or business for profit.
- (d) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to , its directors, 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 its purposes.
- (e) Except as may be permitted from time to time under Section 501 of the Internal Revenue Code, no substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation; and the Corporation shall not in any manner participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office; and the Corporation shall not engage in any activities that are unlawful under applicable federal, state, or local laws.

11. **Dissolution.** Upon the dissolution of the Corporation, its assets shall be distributed to one or more religious, charitable, scientific, literary or educational organizations (i) that are not for profit, (ii) that qualify as organizations exempt from federal income tax under the provisions of Section 501(c)(3) of the Internal Revenue Code, (iii) that qualify as organizations to which contributions deductible under Section 170(c)(2) of the Internal Revenue Code can be made, and (iv) that, if practical, are engaged in affairs substantially similar to those of the Corporation.

12. **Amendments.** The provisions of this Certificate of Formation are subject to amendment as provided under the laws of the State of Kentucky; provided that no provision shall be changed, modified or repealed in such a manner as to be inconsistent with the objects and purposes for which this Corporation is formed.
13. **Internal Revenue Code and Regulations.** All references in this Certificate of Formation to the Internal Revenue Code shall include the Internal Revenue Code of 1986 as it now exists, future amendments to the sections cited, and corresponding sections of future laws, together with all valid regulations thereunder.
14. **Effective Date.** This Certificate of Formation will be effective when filed.

Executed this 20<sup>th</sup> day of April, 2012.

  
Steven McMahan / Incorporator