

ARTICLES OF INCORPORATION
OF THE
THE PATRICIA C. BOONE CHARITABLE FOUNDATION, INC.

The undersigned incorporator executes these Articles of Incorporation for the purpose of forming and does hereby form a nonprofit corporation 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 The Patricia C. Boone Charitable Foundation, Inc.

ARTICLE II
Purposes and Powers

The corporation is organized and operated exclusively for charitable, religious, educational, and scientific purposes, 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, or the corresponding section of any future federal tax code. In carrying out its corporate purposes, the corporation shall have all the powers allowed corporations by Chapter 273 of the Kentucky Revised Statutes.

ARTICLE III
Directors

The business and affairs of the corporation shall be governed by a Board of Directors. The three (3) members of the initial board of directors shall serve until the first annual election of directors and until their successors are elected and qualify. The names and mailing addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
Samuel AB Boone	376 S Broadway, Lexington, KY 40508
Catherine Cash Boone	376 S Broadway, Lexington, KY 40508
Elizabeth Alexander Boone	376 S Broadway, Lexington, KY 40508

ARTICLE IV
Restrictions on Net Earnings

No part of the net earnings of the corporation 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 in Article II hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not

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Michael G. Adams
Kentucky Secretary of State
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