## ARTICLES OF AMENDMENT TO THE ARTICLES OF ORGANIZATION OF NEW FREEDOM MINISTRIES, INC. a Kentucky Non-Stock Non-Profit Corporation

0558278.09 mmoore AMD Michael G. Adams Kentucky Secretary of State Received and Filed: 12/11/2023 2:01 PM Fee Receipt: \$8.00

Pursuant to Section 273.267 of the Kentucky Revised Statutes, the undersigned non-stock non-profit Corporation hereby adopts the within Articles of Amendment to its Articles of Incorporation as follows:

- FIRST: The name of the Non-Stock Non-Profit Corporation is NEW FREEDOM MINISTRIES, INC. (the "Corporation").
- **SECOND:** The following shall be added as Article 12 to the Articles of Incorporation of the Corporation:
  - "(a) Upon the dissolution of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation shall be distributed to a charitable entity determined upon dissolution by the Board of Directors, established for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.
  - (b) No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.
  - (c) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, 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 the purposes set forth in Article IV of these Articles of Incorporation.
  - (d) Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from taxation under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
  - (e) In any taxable year as described in Section 509(a) of the Internal Revenue Code, the Corporation (a) shall distribute its income for said period at such time and in such manner as not to subject it to tax under Section 4942 of the Internal Revenue Code;
    (b) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; (c) shall not retain any excess business holdings as defined

in Section 4943(c) of the Internal Revenue Code; (d) shall not make any investments in such manner as to subject the Corporation to tax under Section 4944 of the Internal Revenue Code; and (e) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code or corresponding provisions of any subsequent federal tax law."

- **THIRD:** The foregoing sets forth the complete text of the amendment to the Articles of Incorporation. On  $\frac{|\lambda|}{2}$  2023, a meeting of the Board of Directors of the Corporation was called to order. Roll was called; a quorum of the directors/trustees was present. A vote of the Board of Trustees of the Corporation was called to amend the Amended and Restated Articles of Incorporation pursuant to KRS 273.267 and such amendment was adopted by all of the Directors in office.
- **FOURTH:** The foregoing amendments to the Articles of Incorporation shall be effective upon the date of filing with the Kentucky Secretary of State.

IN WITNESS WHEREOF, the undersigned has duly executed these Articles of Amendment as of this  $\frac{g}{2}$  day of <u>December</u>, 2023.

## **NEW FREEDOM MINISTRIES, INC.**

a Kentucky Non-Profit Non-Stock Corporation

By: Name: indeman Its:

THIS DOCUMENT PREPARED BY:

**ELIZABETH M. REEDER** Strauss Troy Co. LPA 50 East RiverCenter Blvd, Suite 1400 Covington, Kentucky 41011 (513) 621-8900

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