

**1272479.09** mmoore  
NRAI  
**Michael G. Adams**  
**Kentucky Secretary of State**  
Received and Filed:  
4/4/2023 1:19 PM  
Fee Receipt: \$8.00

**ARTICLES OF INCORPORATION  
OF  
EPSILON ALUMNI ASSOCIATION OF BETA THETA PI**

The undersigned incorporator, Cyrus G. Dutton IV, has executed these Articles of Incorporation for the purpose of forming and does hereby form a nonstock, nonprofit corporation under the laws of the Commonwealth of Kentucky in accordance with the following provisions.

**ARTICLE I.**

**Name of Corporation**

The name of the Corporation is Epsilon Alumni Association of Beta Theta Pi, Inc. (the "Corporation").

**ARTICLE II.**

**Purpose of the Corporation**

The general purpose of the corporation is to serve and support the Alumni of the Epsilon Chapter of Beta Theta Pi.

**ARTICLE III.**

**Registered Office; Registered Agent**

The address of the registered office of the Corporation is 3709 Mount Eden Road, Shelbyville, Kentucky 40065. The name of registered agent at such address is Cyrus G. Dutton IV.

**ARTICLE IV.**

**Principal Office**

The address of the principal office is 410 Wendover Ave, Louisville, Kentucky 40207.

**ARTICLE V.**

**Board of Directors**

The board of directors of the Corporation shall consist of ten individuals. The name and mailing address of each is listed below:

Dennis Barrett	410 Wendover Ave, Louisville, Kentucky 40207
Cyrus Dutton IV	410 Wendover Ave, Louisville, Kentucky 40207
Ross Larson	410 Wendover Ave, Louisville, Kentucky 40207
Michael Lucchese	410 Wendover Ave, Louisville, Kentucky 40207
Shawn Lyons	410 Wendover Ave, Louisville, Kentucky 40207
Bart Ramsay	410 Wendover Ave, Louisville, Kentucky 40207
Henry Snyder	410 Wendover Ave, Louisville, Kentucky 40207
John Stanton	410 Wendover Ave, Louisville, Kentucky 40207
Jared Thompson	410 Wendover Ave, Louisville, Kentucky 40207

Gray Whitsett

410 Wendover Ave, Louisville, Kentucky 40207

**ARTICLE VI.**

**Incorporator**

The incorporator of the Corporation is Cyrus G. Dutton IV, whose address is 3709 Mount Eden Road, Shelbyville, Kentucky 40065.

**ARTICLE VII.**

**Duration**

The duration of the Corporation shall be perpetual.

**ARTICLE VIII.**

**Severability Provision**

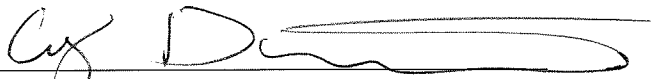
If any provision of these Articles of Incorporation or its application to any person of circumstances is held invalid by a court of competent jurisdiction, the invalidity does not affect other provisions or applications of these Articles of Incorporation that can be given effect without invalid provision or application, and to this end the provisions of these Articles of Incorporation are severable.

**ARTICLE IX.**

**Limitation of Liability**

Directors shall not be liable to the Corporation for monetary damages for any act or omission constituting a breach of his or her duties as a director unless such act or omission (i) is one in which the director has a personal financial interest which is in conflict with the financial interests of the Corporation; (ii) is not in good faith or involves intentional misconduct or is known to the director to be in violation of the laws of the Commonwealth of Kentucky; or (iii) a transaction from which the director derives an improper personal benefit.

Signed by the incorporator in Louisville, Kentucky on April 3, 2023.

  
Cyrus G. Dutton IV

COMMONWEALTH OF KENTUCKY )  
COUNTY OF Jefferson )

On the 3rd day of April, 2023, before me personally appeared Cyrus G. Dutton IV, to me known to be the person named herein and who executed the foregoing Release and acknowledged to me that he voluntarily executed the same.

My Commission Expires: 11/2/2026.

Patricia Besaw  
NOTARY PUBLIC, STATE AT LARGE, KY

Notary No. KYNP60826

This instrument was prepared by:

Cyrus G. Dutton IV  
Wilson Elser Moskowitz Edelman & Dicker, LLP  
100 Mallard Creek Road, Suite 250  
Louisville, Kentucky 40207  
Phone: (502) 220-8361  
Email: [Cyrus.Dutton@wilsonelser.com](mailto:Cyrus.Dutton@wilsonelser.com)