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Michael G. Adams Kentucky Secretary of State Received and Filed: 2/3/2020 3:41 PM Fee Receipt: \$8.00

Nonprofit Corporation Articles of Incorporation

Pursuant to the laws of the Commonwealth of Kentucky, the undersigned majority of whom are citizens of the United States, do hereby submit these Articles of Incorporation for the purpose of forming a nonprofit corporation.

ARTICLE 1 Name

The name of the corporation is: Visiting Angels Ministry, Inc

ARTICLE 2 Existence

The corporation shall have perpetual existence.

ARTICLE 3 Effective Date

The effective date of incorporation shall be: January 28, 2020

ARTICLE 4 Members

The corporation will not have members

ARTICLE 5 Type of non profit corporation

The corporation is not for profit 501c(3) organization.

ARTICLE 6 Registered Agent and Office

Tanya Manica

ARTICLE 7

Principal Office

The corporation has a principal office. The street address of the principal office is:

320 Wimpsett Schoolhouse Rd

Bardstown, KY 40004

Nelson County

ARTICLE 8

Mailing Address
320 Wimpsett Schoolhouse Rd
Bardstown, KY 40004
Nelson County

ARTICLE 9

Directors

The corporation's initial directors are as follows:

Gary Manica, 320 Wimpsett Schoolhouse Rd., Bardstown, KY 40004 Tanya Manica 320 Wimpsett Schoolhouse Rd., Bardstown, KY 40004 Elizabeth Brewer, 114 Cumberland Ct., Bardstown, KY 40004

ARTICLE 10 Indemnification

The corporation does indemnify any directors, officers, employees, incorporators, and members of the corporation from any liability regarding the corporation and the affairs of the corporation, unless the person fraudulently and intentionally violated the law and/or maliciously conducted acts to damage and/or defraud the corporation, or as otherwise provided under applicable statute.

ARTICLE 11 Purpose

The purpose of the corporation is 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 and herein stated as follows:

The specific and primary purpose of this corporation is to organize and promote efforts to encourage and help the poor, under privileged and homeless people in our community and our world. To perform any act or activity that will further and improve the lives of those whom we come in contact with. To bridge the gap between the religious and homeless communities through engagement and training.

As a means of accomplishing the foregoing specific and primary purpose, the corporation shall have power to exercise all the rights and powers which are now or hereafter may be conferred on nonprofit corporations under the laws of the Commonwealth of Kentucky or which are necessary or incidental to the powers so conferred, or conducive of the purposes of the corporation, including, but not by way of limitation, the power to contract, rent, buy, sell,hold, receive property by devise or bequest, and to improve real or personal assets of the corporation; provided, however, that, notwithstanding any of the above statements of purposes and powers, this corporation shall not engage in any activities or exercise any powers that are not in furtherance of the specific and primary purpose of this corporation.

The character and essence of the corporation is the same as the purpose.

ARTICLE 12 Prohibited Activities

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 11. 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 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. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE 13 Distributions Upon Dissolution

Upon the dissolution of the corporation, after paying or making provisions for the payment of all the legal liabilities of the corporation, assets shall be distributed 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. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine which are organized and operated exclusively for such purposes.

ARTICLE 14 Incorporator

The name and address of the Incorporator is:

<u>Tanya Manica</u> 320 Wimpsett Schoolhouse Rd <u>Bardstown, KY 40004</u>

Signature

Monday, February 03, 2020.