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AMD
Michael G. Adams
Kentucky Secretary of State
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KENTUCKY SHAKESPEARE INC.

**Articles of Amendment
of the Articles of Incorporation**

Pursuant to the provisions of KRS 273.267, the undersigned Corporation hereby executes these Articles to amend its Articles of Incorporation.

FIRST, the name of the Corporation is Kentucky Shakespeare Inc.

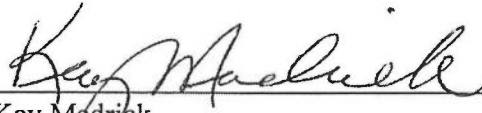
SECOND, the Articles of Incorporation have been amended to update certain out-of-date factual information, including information that has been superseded by the Corporation's annual reports on file with the Office of the Secretary of State.

THIRD, the Articles of Incorporation, as so amended, are attached as Annex A to these Articles of Amendment.

FOURTH, the Corporation has no members. These Amended Articles of Incorporation were adopted by the vote of a majority of the directors in office at a meeting of the Corporation's Board of Directors on March 19, 2024.

The undersigned authorized officer has signed these Articles of Amendment on this 9th day of August 2024.

KENTUCKY SHAKESPEARE INC.



Kay Madrick

Board Chair

Annex A

**AMENDED ARTICLES OF INCORPORATION
OF
KENTUCKY SHAKESPEARE INC.
A Kentucky nonstock, nonprofit corporation**

ARTICLE I

The name of the Corporation is Kentucky Shakespeare Inc.

ARTICLE II

The principal office of the Corporation is 616 Myrtle Street, Louisville, Kentucky 40208.

ARTICLE III

The Corporation's registered office and registered agent for service of process shall be recorded with the Office of the Secretary of State of the Commonwealth of Kentucky.

ARTICLE IV

The purpose of the Corporation will be to foster, aid and encourage the production of the plays of William Shakespeare for the educational values to be derived therefrom by young and old alike from viewing or participating in the staging and interpretation of this great and continuing contribution to our culture. The Corporation is organized for any lawful purpose and is irrevocably dedicated and operating exclusively for non-profit purposes.

The Corporation is further organized and operated exclusively under the provisions of Section 501(c)(3) of the Internal Revenue Code and is organized and operated exclusively for any religious, charitable, scientific testing for public safety, literary or educational purposes. The organization is expressly prohibited from devoting more than an insubstantial part of its activities in an attempt to influence legislation, directly or indirectly participating in any political campaign on behalf of, or in opposition to any candidate for public office, or having objectives and engaging in activities which characterizes is as an "action" organization.

Further, the organization is not a foundation, etc., pursuant to Section 509(a) of the Internal

Revenue Code.

ARTICLE V

In the event of dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, dispose of all assets of the Corporation exclusively for the purposes of the Corporation, in such manner, or to such organizations organized and operated exclusively for charitable or educational purposes as shall at the time qualify as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code (or corresponding provisions of any later Federal tax laws), as the Board of Directors shall determine.

The remaining assets, if any, shall be disposed of by the Circuit Court of the County in which the principal office for the Corporation is then located, exclusively for such purposes or to such organizations as said Court shall determine are organized and operated exclusively for such purposes.

ARTICLE VI

The duration of the life of the Corporation shall be perpetual.

ARTICLE VII

No Director of the Corporation shall be liable for monetary damages for breach of his or her duty as a Director except in the manner provided under KRS 273.248.

ARTICLE VIII

The Corporation shall be governed by its By-Laws.
