4/17/2013 1:20 PM Fee Receipt: \$8.00

Alison Lundergan Grimes
Kentucky Secretary of State
Received and Filed:

### ARTICLES OF INCORPORATION OF LONDON HOUSE OF PRAYER, INC. A NON-PROFIT CORPORATION

We the undersigned incorporators pursuant to KRS 273.247 file the following Articles of Incorporation to establish a non stock, non profit corporation:

#### **ARTICLE I**

The name of the corporation is "The London House of Prayer, Inc.". The street address of the corporation's initial registered office is 3589 Hwy 511, Corbin, Kentucky 40701. The mailing address of the corporation's initial registered office is 3589 Hwy 511, Corbin, Kentucky 40701 and the name of its initial registered agent at that address is Donna Taylor.

#### **ARTICLE II**

The purpose of this non-profit corporation is to:

A. Carrying out such acts, engaging in any activities and exercising all the powers conferred upon non-for-profit corporations under the Revised Statutes of the Commonwealth of Kentucky and for which specific authorization under the laws of the Commonwealth of Kentucky is not required, in order to accomplish its religious, charitable, and educational purposes.

B. To receive, accept, promote, solicit and encourage gifts, donations, contributions, bequests, and other devises whether outright or in trust, for the use and benefit of London House of Prayer, Inc. and the Partner Organizations affiliated with London House of Prayer, Inc.

#### **ARTICLE III**

The number of directors constituting the initial board of directors shall be four (4) and the names and mailing addresses of the persons who are to serve as the initial directors are as follows:

Donna Taylor, 3589 Hwy 511, Corbin, Kentucky 40701.

Chris Warren, 133 Felts Lane, Corbin, Kentucky 40701.

Rebekah Klave, 290 Fox Hollow Road, Manchester, Kentucky 40962.

Bessie Wood, 749 Henry Barton Road, Corbin, Kentucky 40701.

#### **ARTICLE IV**

The names and addresses of each incorporator are as follows:

Donna Taylor, 3589 Hwy 511, Corbin, Kentucky 40701.

Bessie Wood, 749 Henry Barton Road, Corbin, Kentucky 40701.

#### **ARTICLE V**

No part of the net earnings of the Corporation shall inure to the benefit of any officer or director of the Corporation, or to any private individual, except that the Corporation shall be authorized and empowered (1) to pay reasonable compensation for services rendered, and (2) to make payments and distributions in furtherance of its charitable purposes. No officer or director of the Corporation, or any private individual, shall be entitled to share in the distribution of the Corporation's assets on dissolution of the Corporation.

#### **ARTICLE VI**

No substantial part of the activities of the Corporation shall be the carrying of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in any political campaign on behalf of any candidate for public office.

#### **ARTICLE VII**

The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, as amended (the "Internal Revenue Code") or any corresponding provisions of any subsequent federal tax laws.

#### **ARTICLE VIII**

Notwithstanding any other provision of these articles, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal revenue Code and its regulations as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and regulations as then now exist or as they may hereafter be amended.

#### ARTICLE IX

Upon the dissolution of the Corporation, the board of directors shall, after paying or making provision of the payment of all the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an

exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code as the board of directors shall determine. 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 X**

The Corporation will have no members. The affairs of the Corporation will be managed and conducted through its duly elected board of directors and officers, whose qualifications and duties are set out in the Corporation's bylaws.

#### **ARTICLE XI**

A director of the Corporation will not be personally liable to the Corporation for the monetary damages for breach of its fiduciary duties as a director to the extent provided in KRS 273.248, not in effect or hereinafter amended. Any repeal or modification of this Article will not adversely affect any protection of a director with respect to any act or omission occurring prior to such repeal or modification.

#### **ARTICLE XII**

A director of the Corporation may be removed by the disinterested directors, with or without cause. A majority of votes entitled to be cast on the matter by those members present or represented by proxy at a meeting at which a quorum is present is all that is necessary to remove a director. A director can be removed by the members at a meeting

called for the purpose of removing the director and the notice of the meeting must state that the purpose of the meeting is the removal of the named director.

DONNA TAYLOR, INCOPORATOR

BESSIE WOOD, INCOPORATOR

# COMMONWELATH OF KENTUCKY COUNTY OF LAUREL

The foregoing was signed and acknowledged before me this the 17th day of April, 2013, by **DONNA TAYLOR**, to be her free act and deed in due form of law.

NOTARY PUBLIC

My commission expires:

### COMMONWELATH OF KENTUCKY COUNTY OF LAUREL

The foregoing was signed and acknowledged before me this the 17th day of April, 2013, by **BESSIE WOOD**, to be her free act and deed in due form of law.

NOTARY PUBLIC

My commission expires:

### REGISTERED AGENT CONSENT

I, DONNA TAYLOR, consent to serve as the registered agent on behalf of the corporation.

DONNA TAYLOR, REGISTERED AGENT

# COMMONWELATH OF KENTUCKY COUNTY OF LAUREL

The foregoing was signed and acknowledged before me this the 17th day of April,

2013, by DONNA TAYLOR, to be her free act and deed in due form of law.

NOTARY PUBLIC

My commission expires:

Prepared By:

JAMES G. CARNAHAN, ESQ. Carnahan Law Offices, PLLC

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