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Alison Lundergan Grimes  
Kentucky Secretary of State

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**ARTICLES OF INCORPORATION**

**OF**

**HIPABILITIES, INC.**

The incorporator, whose name is hereunto signed, has executed these Articles of Incorporation for the purpose of forming a non-stock, nonprofit corporation under the laws of the Commonwealth of Kentucky in accordance with the following provisions:

**ARTICLE I**

The name of the corporation shall be HIPABILITIES, INC.

**ARTICLE II**

The duration of the corporation shall be perpetual.

**ARTICLE III**

The purposes for which the corporation is organized shall be exclusively religious, charitable, and educational, including, for such purposes, the distribution to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future federal tax code.

To that end the corporation shall have the purposes of operating an equine-assisted therapy center and providing to individuals with physical and mental disabilities therapeutic horseback riding and related therapies.

To that end the corporation shall have all the powers of a non-stock, nonprofit corporation enumerated in KRS Chapter 273.

**ARTICLE IV**

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 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 III. No substantial part of the activities of the corporation shall be 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, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax 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.

#### **ARTICLE V**

The registered and principal office of the corporation shall be located at 2797 Flatlick Road, Mt. Washington, KY 40047, and the resident agent thereat upon whom process may be served shall be Rebecca Porter.

#### **ARTICLE VI**

The name and address of the incorporator is:

Rebecca Porter  
10208 Westwego Place  
Louisville, KY 40299

#### **ARTICLE VII**

The number of directors constituting the initial Board of Directors shall be three.

The names and addresses of the persons who are to serve as initial directors are:

Rebecca Porter  
10208 Westwego Place  
Louisville, KY 40299

Sonia Hood  
1808 Plum Creek Road  
Taylorsville, KY 40071

Tim Wiseheart  
340 Creekwood Drive  
Mt. Washington, KY 40047

#### **ARTICLE VIII**

Upon the dissolution of the corporation the 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 disbursed shall be disposed of by a court of competent jurisdiction in 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 IX**

The corporation shall have no members.

#### **ARTICLE X**

Corporation bylaws may be adopted and amended by the board of directors.

#### **ARTICLE XI**

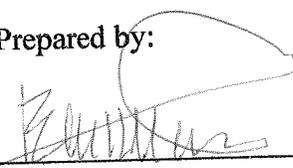
The liability of each of the directors for monetary damages for a breach of duties as a director shall be eliminated except such liability shall not be eliminated or limited (a) for any transaction in which the director's personal financial interest is in conflict with the financial interest of the corporation; (b) for acts or omissions not in good faith or which involve intentional misconduct or are known to the director to be a violation of law; or (c) for any transaction which the director derived an improper personal benefit.

IN TESTIMONY WHEREOF, witness the hand of the incorporator this

January 6, 2016

  
\_\_\_\_\_  
Rebecca Porter

Prepared by:

  
\_\_\_\_\_  
Earl L. Martin III  
BOEHL STOPHER & GRAVES, LLP  
400 West Market Street, Suite 2300  
Louisville, KY 40202  
(502) 589-5980

**STATEMENT OF CONSENT OF INITIAL REGISTERED AGENT**

I, REBECCA PORTER, having a principal place of business of 2797 Flatlick Road, Mt. Washington, KY 40047, hereby agree and consent to serve as registered office and agent for service of process of HIPABILITIES, INC.

  
\_\_\_\_\_  
Rebecca Porter

Date: 1/6/11