



COMMONWEALTH OF KENTUCKY  
ALISON LUNDERGAN GRIMES, SECRETARY OF STATE

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Alison Lundergan Grimes  
Kentucky Secretary of State  
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Division of Business Filings  
Business Filings  
PO Box 718, Frankfort, KY 40602  
(502) 564-3490

Articles of Incorporation  
Non-profit Corporation

NAI

Please note: This form does not comply with 501 (C) status. You should contact the Internal Revenue Service prior to filing the Articles of Incorporation.

Pursuant to KRS 14A and KRS 273, the undersigned applies to qualify and for that purpose submits the following statements:

Article I: The name of the corporation is CI Holding Corporation

Article II: The purpose for which the corporation is organized See the attachment.

Article III: The name of the registered agent is Pamela Vaught

and the street address of the corporation's initial registered office in Kentucky is

611 Forest Avenue	Maysville	Kentucky	41056
Street Address (No Post Office Box Numbers)	City	State	Zip Code

Article IV: The mailing address of the corporation's principal office is

611 Forest Avenue	Maysville	Kentucky	41056
Street or PO Box Number	City	State	Zip Code

Article V: The number of directors (minimum of three (3) required) constituting the initial board of directors is 3

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

Marty Voiers	208 Greenway Road	Flemingsburg	KY	41041
Name	Street or PO Box Number	City	State	Zip Code
Bobby Money	224 Crestview	Flemingsburg	KY	41041
Name	Street or PO Box Number	City	State	Zip Code
Robin Rice	24 West Third Street	Maysville	KY	41056
Name	Street or PO Box Number	City	State	Zip Code

Article VI: The name and mailing address of the incorporator is

Pamela Vaught	611 Forest Avenue	Maysville	KY	41056
Name	Street Address or Post Office Box Number	City	State	Zip Code
Name	Street Address or Post Office Box Number	City	State	Zip Code

Article VII: This application will be effective upon filing, unless a delayed effective date and/or time is provided. The effective date or the delayed effective date cannot be prior to the date the application is filed. The date and/or time is \_\_\_\_\_

Please indicate the county in which your business operates:

County: MASON

To complete the following, please shade the box completely.

Please indicate which of the following best describes your business:

<input type="checkbox"/> Agriculture	<input type="checkbox"/> Mining	<input type="checkbox"/> Services	<input type="checkbox"/> Construction
<input type="checkbox"/> Wholesale Trade	<input type="checkbox"/> Retail Trade	<input type="checkbox"/> Manufacturing	<input type="checkbox"/> Finance, Insurance, Real Estate
<input type="checkbox"/> Public Administration	<input type="checkbox"/> Transportation, Communications, Electric, Gas, Sanitary Services		
<input type="checkbox"/> Other			

I/We declare under penalty of perjury under the laws of the state of Kentucky that the foregoing is true and correct.

P. Vaught  
Signature of Incorporator

Pamela Vaught  
Print Name & Title

3/1/18  
Date

I, Pamela Vaught

Print Name of Registered Agent

consent to serve as the registered agent on behalf of the corporation.

P. Vaught  
Signature of Registered Agent

Pamela Vaught  
Print Name & Title

3/1/18  
Date

## **ARTICLE II TO ARTICLES OF INCORPORATION**

### **CI HOLDING CORPORATION**

#### **PURPOSE CLAUSE FOR ARTICLES OF INCORPORATION**

The corporation is organized and shall at all times be operated exclusively for the support and benefit of COMPREHEND, INC., REGIONAL MENTAL HEALTH-MENTAL RETARDATION BOARD, INC., a Kentucky non-profit corporation ("Comprehend") and tax-exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Internal Revenue Code"). The corporation shall not have the authority to take any action or engage in any activity that is not permitted in accordance with the preceding sentence.

The corporation shall have all the powers and may perform any and all acts which are permitted a nonprofit corporation under Chapter 273 of the Kentucky Revised Statutes (as it now exists and as it may be amended), and which are deemed by the corporation's governing body to be necessary, advisable or proper to carry out the foregoing purposes, to the extent that such powers or the performance of such acts is not inconsistent with the provisions of these Articles of Incorporation.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, 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 distribution in furtherance of the purposes set forth in these Articles of Incorporation. 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 of Incorporation, 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.

Upon the dissolution of the corporation, assets shall be distributed to Comprehend, so long as such organization remains exempt from federal taxation under Section 501(c)(3) of the Internal Revenue Code. 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.