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Alison Lundergan Grimes
Kentucky Secretary of State

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ARTICLES OF INCORPORATION

OF

KENTUCKY FULL THROTTLE FASTPITCH, INC.

The undersigned incorporator, James D. Whitehouse, hereby adopts and executes these articles of incorporation for the purpose of forming and does hereby form a non-stock, non-profit corporation pursuant to Chapter 273, Kentucky Revised Statutes, in accordance with all the following provisions:

ARTICLE I

Name

The name of the corporation is Kentucky Full Throttle Fastpitch, Inc.

ARTICLE II

Purpose and Powers

[A] The purpose of the corporation is to promote and conduct athletic activities and endeavors for young people and to promote and teach fitness and sportsmanship.

[B] This corporation is organized exclusively for charitable and educational purposes within the meaning and application of Section 501[c]3 of the Internal Revenue Code of 1998, as currently enacted or hereafter may be amended, including, for such purposes, the making of distributions to organizations that also qualify as Section 501[c]3 exempt organizations. All funds acquired by the corporation, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to these enumerated purposes. In carrying out its corporate purpose, the corporation shall have all the powers conferred by Chapter 273 of the Kentucky Revised Statutes and all other applicable laws and regulations.

[C] In furtherance of the general purposes set forth in paragraphs [A] and [B], the corporation shall:

1. Conduct and participate in athletic and educational activities for young people; and
2. Direct, supervise, and oversee the business and affairs of the corporation, and protect and preserve whatever property it may own, lease, or otherwise control located in Boyle County, Kentucky or elsewhere, according to its by-laws and resolutions of its directors.

ARTICLE III

Limitations

The corporation's powers under these articles of incorporation, under Chapter 273 of the Kentucky Revised Statutes, and otherwise, shall be limited by each of the following provisions.

[A] 1. No part of the corporation's property or net earnings shall inure to the benefit of any member of the corporation not qualifying as exempt under Section 501[c]3 of the Internal Revenue Code of 1998, as now enacted or as may be hereafter amended, nor to any director or officer of the corporation, nor to any other private persons, except solely for such reasonable compensation that the corporations shall pay for services actually rendered to the corporation, or allowed by the corporation as a reasonable allowance for authorized expenditures incurred on behalf of the corporations; and

2. No officer or director of the corporation shall benefit directly or indirectly from royalties, license fees, or any other payments arising out of intellectual property sold or licensed to the corporation or in which the corporation may have a beneficial interest; and

[B] No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in [including by publication or distribution of statements], any political campaign on behalf of, or in opposition to, any candidate for public office, and

[C] Notwithstanding any other provision of these articles, or of any other law or regulation applicable to the corporation, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501[c]3 of the Internal Revenue Code of 1998, as now enacted or as may be hereafter amended; and

[D] The corporation shall not lend any of its assets to any officer or director of the corporation unless such loan is in connection with a program regularly conducted a part of the activities of the organization and the qualification of the individual to participate in same is determined by a panel composed solely of non-Board members; nor shall the corporation guarantee to any person the payment of a loan by an officer or director of this corporation; and

[E] Upon the dissolution 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 corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for public purposes. Any such assets not 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 IV

Members

The corporation may have one or more classes of members whose qualifications shall be set forth in the corporation's by-laws.

ARTICLE V

Officers

The number and tenure of the corporation's officers, and their manner of election or appointment, shall be as provided and set forth in the corporation's by-laws.

ARTICLE VI

Directors

The business and affairs of the corporation shall be governed by a board of directors. The number, tenure, and qualifications of directors, and the manner of their election or appointment, shall be as provided and set forth in the corporation's by-laws. The initial directors of the corporation, whose names and mailing addresses are set forth below, shall serve until the first annual meeting of the corporation or until their successors are duly elected or appointed and qualified.

James D. Whitehouse	199 Old Bridge Road, Danville, KY 40422
Brian M. Napier	170 Jerri Lane, Mount Vernon, KY 40456
Dennis W. Wesley Jr.	160 Oak Place, Junction City, KY 40440
Pamela J. Whitehouse	199 Old Bridge Road, Danville, KY 40422
Keichele C. Napier	170 Jerri Lane, Mount Vernon, KY 40456

ARTICLE VII

Elimination of Director Liability to the Corporation

Pursuant to the provisions of KRS 273.248, a director of the corporation shall not be liable to the corporation for monetary damages for breach of his/her duties as a director except for:

- (a) any transaction in which a director's personal financial interest is in conflict with the financial interests of the corporation; or
- (b) 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) any transaction from which the director derived an improper personal benefit.

ARTICLE VIII

By-Laws

By-Laws for the corporation shall be adopted by a majority vote of the corporation's initial directors at a meeting called for the purpose. Thereafter, the corporation's By-Laws may be amended in part or in whole as provided therein.

ARTICLE IX

Registered Office and Registered Agent

The street address of the initial registered office of the corporation is 199 Old Bridge Road, Danville, KY 40422, and the initial registered agent is James D. Whitehouse.

ARTICLE X

Principal Office

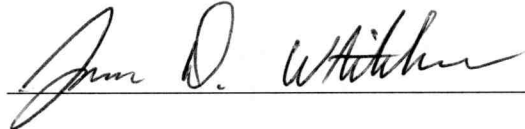
The mailing address of the principal office of the corporation is 199 Old Bridge Rd., Danville, KY 40422.

ARTICLE XI

Incorporator

The name and address of the incorporator is James D. Whitehouse, 199 Old Bridge Road, Danville, KY 40422.

WITNESS the signature of the Incorporation this 18th day of November, 2013, by his signature hereto, the Incorporator, James D. Whitehouse, hereby accepts the appointment made herein as registered agent for the corporation pursuant to the provisions of KRS 273.182[2].



James D. Whitehouse

THERE APPEARED BEFORE ME this 17th day of November, 2013 James D. Whitehouse, who first being duly sworn, subscribed the foregoing Articles of Incorporation, and acknowledged the same before me as his free act and deed.



Notary Public

My commission expires: 3/12/17

