

ARTICLES OF CORPORATION
NORTHERN KENTUCKY PARROT RESCUE, INC.

KNOW ALL MEN BY THESE PRESENTS:

The undersigned, being a natural person over the age of twenty-one years desiring to form a non-profit corporation, under KRS 273.160 et seq., does hereby certify:

ARTICLE I

The corporation hereby proposed to be organized shall be named and known as Northern Kentucky Parrot Rescue, Inc., by which name it may contract, sue and be sued, adopt a corporate seal and do all things necessary to the conduct of its business and in furtherance of its expressed purpose.

ARTICLE II

The purposed for which said corporation is formed will be dedicated to provide avian education, adoption, rescue and surrendering of parrots and providing quality care and well-being to parrots. In addition, the corporation reserves the right to do all things incident to the aforesaid primary purpose of the said corporation, and specifically reserves the right to undertake any and all lawful purpose or purposes authorized under KRS chapter 273.

ARTICLE III

The duration of this corporation shall be perpetual.

ARTICLE IV

The mailing address of the principal office, as well as the registered office of the corporation, shall be 5255 Courtney Court, Independence, Kentucky, 41051 and the registered agent shall be Regina Daily.

ARTICLE V

The corporation shall not be for pecuniary gain or profit and shall have no capital stock.

ARTICLE VI

The affairs of the corporation shall be conducted by the Board of Directors. The names and addresses of the persons, who are to serve as Directors until their successors are elected and qualified, are as follows:

Regina Daily
5255 Courtney Court
Independence, Kentucky 41051

Mike Kunstman
5322 Midnight Run
Independence Kentucky 41051

Shannon Kunstman
5322 Midnight Run
Independence Kentucky 41051

Beverly Harp
500 Laketower Drive Unit 18
Lexington Kentucky 40502

Marguerite Floyd
3242 Valhalla Drive
Lexington Kentucky 40515

Dylan Daily
5255 Courtney Court
Independence Kentucky 41051

Susan Ready
5244 Duck Creek Court
Cincinnati Ohio 45227

ARTICLE VII

- a. Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) on the Internal Revenue Code, or corresponding section of any future tax code.
- b. No part of the net earnings of the corporation shall benefit or be distributable to its members, 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 distributions in furtherance of the purposes set forth in the purpose clause hereof. 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 of behalf of any candidate for public office. Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code, or corresponding section of any future tax code.

- c. Upon the dissolution of this organization, 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 federal tax code, or shall be distributed to the federal government, or to a state or local government, for public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas 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 VIII

That pursuant to KRS 273.248 that the personal liability of any director to the corporation for monetary damages for breach of his or her duties as a director is hereby eliminated except as follows:

- a. for any transaction in which the director's personal finance interest is in conflict with the financial interests 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 the law
- c. for any transaction from which the director derived and improper personal benefit

ARTICLE IX

The President of this corporation is Regina Daily 5255 Courtney Court, Independence Kentucky, 41051

ARTICLE X

It shall take a majority of the directors of this corporation to change the Articles of Corporation

IN WITNESS WHEREOF, I have hereunto set my hand on this, the 20th day of March 2013.

Regina Daily

Regina Daily