

**ARTICLES OF INCORPORATION
OF
KENTUCKY CATHOLICS, INC.**

KNOW ALL MEN BY THESE PRESENTS that the undersigned propose to form a nonprofit corporation, having no capital stock, for public educational and civic purposes as set forth below, from which no private pecuniary profit is derived, under the provisions of Kentucky Revised Statutes Chapter 273 and therefore submit the following Articles:

ARTICLE I - NAME

The name of the corporation shall be Kentucky Catholics, Inc.

ARTICLE II - PURPOSE

The purpose for which this corporation is organized is to conduct all educational and civic activities lawful for corporations organized under Chapter 273 of the Kentucky Revised Statutes and specifically promote honesty and integrity among persons doing business in this community.

ARTICLE III - DISSOLUTION

If it becomes necessary at any time for the distribution of assets or dissolution or final liquidation, said assets or the proceeds thereof shall be turned over to a likewise qualified educational or civic organization or organizations.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The registered office and principal office of the corporation shall be 3600 Goldsmith Lane, Louisville, Kentucky 40220, and the registered agent at that address shall be Vincent F. Heuser, Jr.

ARTICLE V - DIRECTORS

The corporation shall have not less than three directors. The names and addresses of the persons to serve as initial directors and incorporators are as follows:

Vincent F. Heuser, Jr., 3600 Goldsmith Lane, Louisville, Kentucky 40220


Michael R. Hirsh, 3600 Goldsmith Lane, Louisville, KY 40220

Mark Schaeffer, 332 West Broadway, Suite 505, Louisville, Kentucky 40202

ARTICLE VI - INCORPORATOR

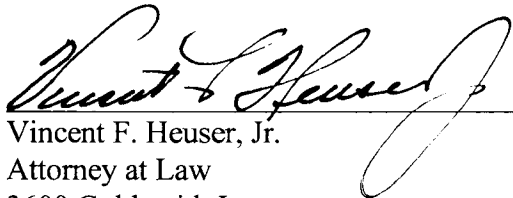
The incorporator of this corporation is Vincent F. Heuser, Jr., 3600 Goldsmith Lane,
Louisville, Kentucky 40220.

Respectfully Submitted,



Vincent F. Heuser, Jr.

THIS INSTRUMENT PREPARED BY:



Vincent F. Heuser, Jr.

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