0811292.09

mstratton NAOI

Alison Lundergan Grimes Kentucky Secretary of State

Received and Filed: 1/31/2012 2:17 PM Fee Receipt: \$8.00

#### ARTICLES OF INCORPORATION

#### **OF**

### VOICES FOR SUBSTANCE ABUSE RECOVERY, INC.

The undersigned Incorporator, a resident of the Commonwealth of Kentucky, desiring to form a non-profit, non-stock corporation pursuant to the laws of the Commonwealth of Kentucky, and more particularly Kentucky Revised Statutes, Chapter 14A, *et seq.* and Chapter 273, *et seq.*, hereby executes these Articles of Incorporation and certifies as follows:

#### ARTICLE I Name

The name of the Corporation shall be:

### VOICES FOR SUBSTANCE ABUSE RECOVERY, INC.

## ARTICLE II <u>Duration</u>

The duration of the Corporation shall be perpetual.

## ARTICLE III Principal Office

The principal office of the Corporation shall be 1624 Kirkwood Drive, Murray, Kentucky 42071.

## ARTICLE IV Initial Registered Office and Registered Agent

The initial registered office shall be 1624 Kirkwood Drive, Murray, Kentucky 42071, and Shelly Ragan shall be the initial registered agent for service of process located at the address of the registered office.

### ARTICLE V Purpose

The Corporation shall be a non-profit, non-stock corporation and is organized and shall be operated exclusively for charitable and educational purposes as described within Section 501(c)(3) of the Internal Revenue Code, as now enacted or hereafter amended, (or corresponding provisions of any later Federal tax laws), including the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3). More specifically, the purpose of the Corporation is to support and financially supplement the Kentucky 42<sup>nd</sup> Judicial Circuit Drug Court and spread the positive message that people can, and do, recover from alcohol and drug abuse. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

### ARTICLE VI Rights, Powers and Limitations

Solely in furtherance of the purposes set forth in Article V herein, the Corporation shall have and exercise the following powers unless otherwise limited by law or any provision of these Articles:

1. To participate in activities designed and carried on to benefit, support and promote the purposes of the Corporation;

- 2. To establish, develop, sponsor and promote community-based events, classes and workshops;
- 3. To receive, acquire and hold real and personal property, whether tangible or intangible, by purchase, gift, grant, lease, devise, bequest or otherwise;
- 4. To hold, own, use, invest, reinvest, lease, exchange, transfer, encumber, convey and dispose of any such real and personal property in any manner as will best promote the purposes of the Corporation;
- 5. To execute and deliver deeds, assignments, transfers, mortgages, pledges, leases, covenants, contracts, promissory notes, releases, and other instruments, and to open and maintain accounts at federally-insured banks or brokerage firms, that may be incidental to any activity engaged in by the Corporation;
- 6. To solicit funds, gifts, grants and allotments from individuals, corporations, foundations, governments, institutions and others, and to make distributions in furtherance of the purposes of the Corporation;
- 7. In furtherance of and in order to accomplish the purposes of the Corporation, to do any and all acts and things and to exercise any and all powers, which now or hereafter may be lawful under the provisions of Kentucky Revised Statutes, Chapter 273, et. seq.

# ARTICLE VII Exemption Requirements

At all times shall the following operate as conditions restricting the operations and activities of the Corporation:

1. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or others private persons, except that the

organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in the purpose clause hereof.

- 2. No substantial part of the activities of the corporation shall constitute 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.
- 3. Notwithstanding any other provisions of this document, the organization 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 federal tax code.

### ARTICLE VIII Incorporator

The name and address of the Incorporator is Shelly Ragan, 1624 Kirkwood Drive, Murray, Kentucky 42071.

## ARTICLE IX Board of Directors

The initial Board of Directors shall consist of three (3) Directors. The names and addresses of said Directors are:

Shelly Ragan, 1624 Kirkwood Drive, Murray, Kentucky 42071

Cirris E.C.B. Hatfield, 309 North 4<sup>th</sup> Street, Murray, Kentucky 42071 Pat Harris, 53 Castlewood Lane, Murray, Kentucky 42071

## ARTICLE X Governance

The initial By-Laws shall be adopted by the initial Board of Directors. Thereafter, the Corporation shall be governed by the By-Laws. Until the By-Laws are adopted, the Corporation shall be governed by the initial Board of Directors, who shall require a majority vote to act on behalf of the Corporation. No Director shall have any right, title, or interest in or to any property of the Corporation.

# ARTICLE XI Membership

Provision for membership in the Corporation shall be governed by the By-Laws of the Corporation.

## ARTICLE XII Personal Liability

No member or Director of this corporation shall be personally liable for the debts or obligations of the Corporation of any nature whatsoever, nor shall any of the property of the members, officer, or Directors be subject to the payment of the debts or obligations of the Corporation.

## ARTICLE XIII <u>Dissolution</u>

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 a public purpose. Any such assets not disposed of in accordance with the foregoing shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes, or to such an organization or organizations which are organized and operated exclusively for such purposes, as said Court shall determine.

## ARTICLE XIV Amendments

Amendments to these Articles shall be made pursuant to the provisions of KRS 273.263 (or corresponding provision of any later statute of the Commonwealth of Kentucky).

> Shelly Ragar Incorporator

COMMONWEALTH OF KENTUCKY COUNTY OF CALLOWAY

Subscribed, sworn and acknowledged before me, a Notary Public, by Shelly Ragan, the Incorporator of Voices for Substance Abuse Recovery, Inc., on this 110 day of

January, 2012.

Notary Public, State at Large

My Commission expires:

#### CONSENT OF REGISTERED AGENT

The undersigned, having been named in the Articles of Incorporation of Voices for Substance Abuse Recovery, Inc., a Kentucky non-profit corporation, as the registered agent for the corporation and having an address of 1624 Kirkwood Drive, Murray, Kentucky 42071, hereby agrees and consents to serve as registered agent for service of process for Voices for Substance Abuse Recovery, Inc.

Shelly Ragan

### COMMONWEALTH OF KENTUCKY COUNTY OF CALLOWAY

Notary Public, State at Large

My Commission expires:

THESE ARTICLES WERE PREPARED BY:

Hatfield Law Firm, PLLC 309 N. 4<sup>th</sup> Street Murray, KY 42071 (270) 759-3954

Matthew S. Hatfield, Attorney-At-Law