

**ARTICLES OF AMENDMENT
OF
Y'ALL ART, INC.**

A Kentucky Non-Stock, Non-Profit Corporation

Pursuant to KRS Chapters 14A and 273, the undersigned submits the following amendment to the Articles of Incorporation of Y'all Art, Inc.:

1. The name of this corporation is Y'all Art, Inc. (the "Corporation")
2. The Corporation's Articles of Incorporation are hereby amended to add the following articles:

**ARTICLE VI
Earnings**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any Officer, Director or other private person or entity (other than *bona fide* distributions to other exempt non-profit organizations qualified as a public charity under Section 501(c)(3) of the Internal Revenue Code or to a governmental body), except for the authorized payment of reasonable compensation for actual services rendered, and any such payments shall be in furtherance of the purposes described in Section 501(c)(3) of the Internal Revenue Code and approved by the Board of Directors.

**ARTICLE VII
Prohibited Activities**

No substantial part of the activities of the Corporation shall involve (1) distributing or disseminating propaganda, or (2) attempting to influence legislation by lobbying. In no event shall the Corporation fund or have participation in the publication of advertisements in any media relating to any political party or campaign on behalf of or in

opposition to any candidate for federal, state or local public office. Any other provision of these Articles notwithstanding, the Corporation shall not carry on any activities not permitted for an exempt organization under Section 501(c)(3) of the Internal Revenue Code or corresponding future federal tax code provisions, or by a Corporation to which charitable contributions are deductible under Section 170(c)(2) of the Internal Revenue Code or corresponding future federal tax code provisions.

ARTICLE VIII **Dissolution**

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.

3. The date of this amendment was Dec 19, 2024 This amendment was duly adopted by the board of directors and such amendment received the unanimous vote of the directors in office since there are no members or members entitled to vote.
4. This amendment is effective as of the date of filing.

I declare under penalty of perjury that the foregoing is true and correct.

Dated this 19th day of December 2024.



President