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Michael G. Adams
Kentucky Secretary of State

Received and Filed:

1/13/2022 5:06 AM

Fee Receipt: \$8.00

ARTICLES OF INCORPORATION
OF
ALLIANCE FOR CATHOLIC URBAN EDUCATION, INC.

The undersigned, desiring to form a nonprofit corporation under the provisions of the KRS 14A and KRS 273, the undersigned applies to qualify and does hereby adopt the following Articles of Incorporation:

ARTICLE 1
Name of Corporation

The name of the corporation is Alliance for Catholic Urban Education, Inc. (the "Corporation").

ARTICLE 2
Purposes and Powers

The Corporation is organized and operated exclusively for charitable, religious, educational, and scientific purposes as specified in Section 501(c) of the Internal Revenue Code, as amended (the "Code").

The particular purpose of the Corporation is to increase educational opportunities for students attending, or who wish to attend, Catholic educational institutions in the Diocese of Covington. The Corporation is formed to qualify as an Account Granting Organization ("AGO") as that term is defined in Kentucky Revised Statutes § 141.502(1), as may be amended from time to time. As an AGO, the Corporation will accept contributions from Kentucky taxpayers and will use such contributions to fund, manage and administer Education Opportunity Accounts, as that term is defined in Kentucky Revised Statutes § 141.502(4), as may be amended from time to time.

The Corporation is also authorized to do any and all things, consistent with the provisions hereof, to be necessary or appropriate to effectuate the purposes for which the Corporation is organized as herein set forth, to the extent that the doing of such act or thing is not inconsistent with the provisions of KRS 273, or any other applicable law or statute of the Commonwealth of Kentucky, or Section 501(c) of the Code.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, 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 Article 2 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 any political campaign on behalf of, or in opposition to, any candidate for public office. Notwithstanding any other provision of these Articles, 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 Code.

ARTICLE 3

Duration

The Corporation shall have perpetual duration.

ARTICLE 4

Board of Directors

The business and affairs of the Corporation shall be governed by a Board of Directors, and the number of directors constituting the initial Board of Directors is five (5). The names of the initial Board of Directors are Bishop John Iffert, the Bishop of the Roman Catholic Diocese of Covington, or his successor in office, Vicar General, the Very Reverend Daniel L. Schomaker, or his successor in office, Vicar General, the Very Reverend Ryan L. Maher, of the Roman Catholic Diocese of Covington, as appointed by the Bishop of the Roman Catholic Diocese of Covington, or his successor, Kendra McGuire, the Superintendent of Catholic Schools in the Roman Catholic Diocese of Covington, or her successor in office, and Dale Henson, the Chief Financial Officer of the Roman Catholic Diocese of Covington, or his successor in office. The address of each director is 1125 Madison Avenue, Covington, Kentucky 41011.

ARTICLE 5

Initial Registered Office and Agent

The address of the initial registered office of the Corporation is Mark D. Guilfoyle and the name of the initial registered agent at such address is 109 East 4th Street, Covington, Kentucky 41011.

ARTICLE 6

Principal Office

The mailing address of the principal office of the Corporation is 1125 Madison Avenue, Covington, Kentucky 41011.

ARTICLE 8

Distribution of Assets Upon Dissolution

If, at any time, this Corporation dissolves, the assets of this Corporation shall be applied and distributed as follows:

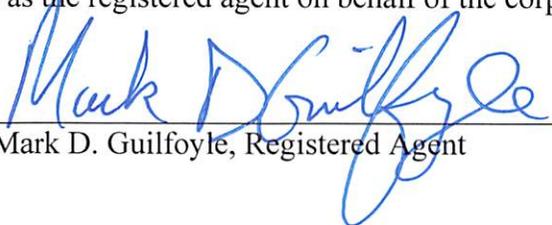
(a) All liabilities and obligations of this Corporation shall be paid and discharged, or adequate provision shall be made therefor;

(b) All of the remaining assets shall be distributed to some other nonprofit corporation performing similar purposes and having similar objectives as the Corporation, provided that such corporation is then organized and operated exclusively for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code at the time of dissolution as determined by the Board of Directors.

ARTICLE 9
Incorporator

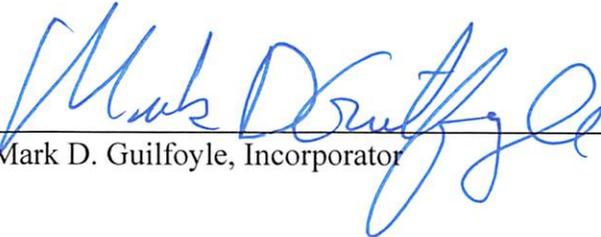
Mark D. Guilfoyle whose address is 109 East 4th Street, Covington, Kentucky 41011 is the sole incorporator of the Corporation.

I, Mark D. Guilfoyle, consent to serve as the registered agent on behalf of the corporation.



Mark D. Guilfoyle, Registered Agent

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 6th day of January, 2022.



Mark D. Guilfoyle, Incorporator