



COMMONWEALTH OF KENTUCKY
MICHAEL G. ADAMS, SECRETARY OF STATE

Division of Business Filings
P.O. Box 718
Frankfort, KY 40602
(502) 564-3490
www.sos.ky.gov

Articles of Dissolution

NPD

Non-profit Corporation

Please note: Filing this form with the Office of the Secretary of State does not ensure the dissolution of the business entity is complete. Filers are encouraged to seek the advice of a professional prior to filing Articles of Dissolution.

Pursuant to the provisions of KRS 14A and KRS 273.313, the undersigned corporation executes the following articles of dissolution:

I. The name of the non-profit corporation is (The name must be identical to the name on record with the Secretary of State.)

II. The date the dissolution was authorized:

III. The dissolution was approved by: (check only one)

Members

Board of directors as outlined in 273.313(d)

IV. If members were entitled to vote on the dissolution, either individually or by group, state:

- a) Number of votes entitled to be cast on the proposal to dissolve
and
b) The number of votes cast for dissolution
c) The number of votes cast against dissolution
or
d) The total number of undisputed votes cast for dissolution was, a number sufficient for approval.

V. If the dissolution was approved by the board of directors, you hereby affirm that no members were entitled to vote upon the dissolution and that the motion to dissolve received the affirmative vote of a majority of the directors in office.

The meeting date of the Board of Directors at which the resolution to dissolve was adopted was :

VI. The assets of the corporation shall be distributed pursuant to the following plan of distribution:

- (1) All liabilities and obligations of the corporation shall be paid and discharged, or adequate provisions shall be made therefor;
(2) Assets held by the corporation upon condition requiring return, transfer or conveyance, which condition occurs by reason of the dissolution, shall be returned, transferred or conveyed in accordance with such requirements;
(3) Assets received and held by the corporation subject to limitations permitting their use only for charitable, religious, eleemosynary, benevolent, educational or similar purposes, but not held upon a condition requiring return, transfer or conveyance by reason of the dissolution, shall be transferred or conveyed to [enter the name of the one or more domestic or foreign nonprofit corporations, societies, or organizations engaged in activities substantially similar to those of the dissolving corporation];
(4) Other assets, if any, shall be distributed in accordance with the provisions of the articles of incorporation or the bylaws to the extent that the articles of incorporation or bylaws determine the distributive rights of members, or any class or classes of members, or provide for distribution to others;
(5) Any remaining assets may be distributed to [enter the name of such nonprofit societies, organizations or domestic or foreign corporations approved to receive remaining assets].

I declare under penalty of perjury under the laws of Kentucky that the forgoing is true and correct.

Signature of Authorized Representative Printed Name Title Date

# FILING INSTRUCTIONS ARTICLES OF DISSOLUTION

**NAME**

The non-profit corporation name provided on the articles of dissolution must read **exactly** as stated in the most recent articles. This can be found using the organization search tool located on the Secretary of State website at [www.sos.ky.gov](http://www.sos.ky.gov).

**REQUIREMENTS FOR DOCUMENTS TO BE PROPERLY FILED**

The articles of dissolution must be an officer or chairman of the board.

**PLAN OF DISTRIBUTION**

This form adopts a plan of distribution that incorporates the statutory language from KRS 273.307.

**PRINCIPAL OFFICE ADDRESS**

The principal office is the office (in or out of this state) so designated in writing with the Office of the Secretary of State where the principal designated office of the business entity is located. This address is where all correspondence from the Office of the Secretary of State (See Document Delivery) will be mailed.

**EFFECTIVE DATE AND TIME**

The document will be effective on the date and time of filing, unless a delayed effective date and/or time is specified. The effective date or the delayed effective date cannot be prior to the date the application is filed. A delayed effective date may not be later than the 90<sup>th</sup> day after the date of filing.

**ADDITIONAL ARTICLES OF DISSOLUTION OR NEED TO MODIFY THE EXISTING FORM**

If this form does not comply with the articles of dissolution that you wish to file, please disregard this form and send a drafted executed copy of the articles of dissolution according to KRS 273.313 to the address below.

**DOCUMENT DELIVERY**

A file stamped postcard will be sent to the principal office address. If the applicant wishes for the document to be sent to an alternate address other than the principal office, a request must be submitted in writing affirming that request. Alternate address requests must be submitted with each document filed with the Office of the Secretary of State.

**NUMBER OF COPIES**

If filing via mail or in person, one exact or conformed copy of the documents with the filing fee must be submitted to the address below. To make a copy of the filing for delivery to the local county clerk's office, visit [www.sos.ky.gov](http://www.sos.ky.gov) and print a copy from the organization search tool.

**FILING FEE**

The filing fee for Articles of Dissolution is \$5.00. Your check should be made payable to the "Kentucky State Treasurer."

**MAILING ADDRESS**

Michael G. Adams  
Secretary of State  
P.O. Box 718  
Frankfort, KY 40602-0718

**OFFICE LOCATION**

1025 Capital Center Drive  
Suite 201  
Frankfort, KY 40601  
Hours of Operation: 8:00 AM-4:30 PM ET

**CONTACT INFORMATION**

If you have any questions or need additional forms, please feel free to visit our website at [www.sos.ky.gov](http://www.sos.ky.gov) or call (502) 564-3490.