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Trey Grayson
Secretary of State
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ARTICLES OF INCORPORATION

OF

**MULDRAUGH HILL BAPTIST CHURCH OF
MARION COUNTY, KENTUCKY, INC.**

The undersigned incorporators execute these articles of incorporation for the purpose of forming and do hereby form a nonstock nonprofit corporation under the laws of the Commonwealth of Kentucky, KRS 273.161 et seq., in accordance with the following provisions.

ARTICLE I: NAME

The name of the corporation is Muldraugh Hill Baptist Church of Marion County, Kentucky, Inc.

ARTICLE II: PURPOSES AND POWERS

The corporation shall have all the powers conferred upon a non-stock, non-profit corporation organized under the provisions of Chapter 273 of the Kentucky Revised Statutes, as amended.

ARTICLE III: MEMBERS

The corporation shall have Members as may be provided by the Church Bylaws hereafter duly adopted by the directors. The Members shall govern the business and affairs of the corporation.

ARTICLE IV: DIRECTORS

The initial Board of Directors, same persons as Deacons, shall consist of seven (7) members. The initial Board of Directors shall serve until their successors are elected and qualify. A director (deacon) may be removed from office pursuant to the Church Bylaws, with or without cause. The names and mailing addresses of the directors (deacons) are:

Sam Graham 2611 Newton Lane, Campbellsville, KY 42718
Mark Carney 8579 Old Lebanon Road, Campbellsville, KY 42718
Roger Barnett 599 Hillcrest Circle, Lebanon, KY 40033
Benny Batcher 1350 Highway 289, Lebanon, KY 40033
Larry Bright 110 Mayflower Lane, Campbellsville, KY 42718
David England 198 Salem Church Road, Campbellsville, KY 42718
Jim Sabo, Jr. Kristi Lane, Campbellsville, KY 42718

ARTICLE V: CHURCH BYLAWS

The Church Bylaws of the corporation shall be adopted by the initial Board of Directors of the corporation, and may be amended or repealed by the members entitled to vote in the manner provided in the Church Bylaws of the corporation. The power to alter, amend or repeal the Church Bylaws or adopt new bylaws shall be vested in the Members.

ARTICLE VI: INDEMNIFICATION

Each person who is or was a member, director, trustee, or officer of the corporation, whether elected or appointed, and each person who is or was serving at the request of the corporation as a member, director, trustee, or officer of another corporation, whether elected or appointed, including the heirs, executors, administrators, or estate of any such person, shall be indemnified by the corporation to the full amount against any liability, and the reasonable cost or expense (including attorney fees, monetary or other judgments, fines, excise taxes, or penalties and amounts paid or to be paid in settlement) incurred by such person in such person's capacity as a member, director, trustee, officer, or employee or arising out of such person's status as a member, director, trustee, officer, or employee; provided, however, no such person shall be indemnified against any such liability, cost, or expense incurred in connection with any action, suit, or proceeding in which such person shall have been adjudged liable on the basis that

personal benefit was improperly received by such person, or if such indemnification would be prohibited by law. Such right of indemnification shall be a contract right and shall include the right to be paid by the corporation the reasonable expenses incurred in defending any threatened or pending action, suit, or proceeding in advance of its final disposition; provided, however, that such advance payment of expenses shall be made only after delivery to the corporation of an undertaking by or on behalf of such person to repay all amounts so advanced if it shall be determined that such person is not entitled to such indemnification. Any repeal or modification of this article shall not affect any rights or obligations then existing.

The corporation may maintain insurance, at its own expense, to protect itself and any such person against any such liability, cost, or expense, whether or not the corporation would have the power to indemnify such person against such liability, cost, or expense under the Kentucky Nonprofit Corporation Acts or under this article, but it shall not be obligated to do so. The indemnification provided by this article shall not be deemed exclusive of any other rights which those seeking indemnification may have or hereafter acquire under any bylaw, agreement, statute, vote of members or board of directors, or otherwise. If this article or any portion thereof shall be invalidated on any ground by any court of competent jurisdiction, then the corporation shall nevertheless indemnify each such person to the full extent permitted by any applicable portion of this article that shall not have been invalidated or by any other applicable law.

ARTICLE VII: REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is 4430 Highway 289, Lebanon, Kentucky 40033.

The name of the initial registered agent at that address is Victor James Stansbury

ARTICLE VIII: PRINCIPAL OFFICE

The mailing address of the principal office of the corporation is 4430 Highway 289, Lebanon, Kentucky 40033.

ARTICLE IX: INCORPORATORS


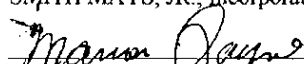
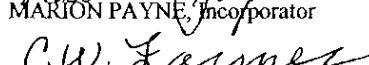
The name and the addresses of the Incorporators are as follows:

Smith Mays, Jr. 500 Penick Road, Lebanon, KY 40033
Marion Payne 1480 Highway 289, Lebanon, KY 40033
C.W. Farmer 1360 Jessetown Road, Campbellsville, KY 42718

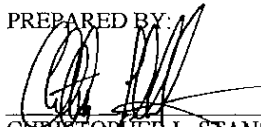
ARTICLE X: PRIVATE PROPERTY OF MEMBERS

The private property of the members of the corporation shall not be subject to the payment of the debt of the corporation and the members shall not be liable in any way expressed or implied for the payment of any of the corporation's indebtedness.

Signed by the Incorporators at Lebanon, Marion County, Kentucky on this the 23rd day of May, 2004.


SMITH MAYS, JR., Incorporator

MARION PAYNE, Incorporator

C.W. FARMER, Incorporator

PREPARED BY:


CHRISTOPHER L. STANSBURY
MOYNAHAN, IRVIN & SMITH, PSC
110 NORTH MAIN STREET
NICHOLASVILLE, KENTUCKY 40356
(859) 887-1200

**STATEMENT OF CONSENT
OF
INITIAL REGISTERED AGENT
OF
MULDRAUGH HILL BAPTIST CHURCH OF MARION COUNTY,
KENTUCKY, INC.**

I, **VICTOR JAMES STANSBURY**, with an office at 4430 Highway 289,
Lebanon, Kentucky 40033, hereby consents to serve as the initial registered agent of
**MULDRAUGH HILL BAPTIST CHURCH OF MARION COUNTY,
KENTUCKY, INC.**

IN WITNESS WHEREOF, I have executed this Statement of Consent this 24~~th~~
day of May, 2004.


VICTOR JAMES STANSBURY