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SECRETARY OF STATE OF KENTUCKY
FRANKFORT, KENTUCKY

AMENDMENT OF ARTICLES OF INCORPORATION

OF

STRAIGHT-MIDWEST, INC.

NOV 26 1980

Roger Belanger Roger Belanger, President, and Pat Belanger, Secretary of Straight-Midwest, Inc., a Kentucky non-profit corporation, do hereby certify that a meeting of the voting members of the corporation was called upon notice of the specific purpose and held for the purpose of adopting a resolution of Amendment of Articles on the 11th day of November, 1980, at 8:00 P.M., at which meeting a quorum of four (4) members were present, and by the affirmative vote of four (4) of the voting members present the following resolution of amendment was adopted;

ARTICLE XI

Said corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (C)(3) of the Internal Revenue Code of 1954.

ARTICLE XII

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except as a 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 II and Article XI hereof. No substantial part of the activities of the corporation shall be the

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carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of 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 (a) by corporation exempt from federal income tax under Section 501 (C)(3) of the Internal Revenue Code of 1954, or (b) by corporation, contributions to which are deductible under Section 170 (C)(2) of the Internal Revenue Code of 1954.

ARTICLE XIII

Upon the dissolution of the corporation, the Board of Directors shall, after payment or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such a manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes that shall at the time qualify as an exempt organization or organizations under Section 501 (C)(3) of the Internal Revenue Code of 1954, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the County in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, said Roger Belanger, President, and Pat Belanger, Secretary, of Straight-Midwest, Inc., acting for and on behalf of said corporation, have subscribed their names this 13th day of November, 1980.

PRESIDENT:

Roger Belanger
ROGER BELANGER

SECRETARY:

Pat Belanger
PAT BELANGER

COMMONWEALTH OF KENTUCKY
COUNTY OF BOONE

Acknowledged, subscribed and sworn to before me this 13th day of November, 1980.

John A. Berger
NOTARY PUBLIC
My Comm. Expires: 6-22-81

This Amendment of Articles of Incorporation was prepared by:

John A. Berger
JOHN A. BERGER
Busald, Funk, Zevely & Berger, PSC
226 Main Street, P.O. Box 845
Florence, Kentucky 41042

COUNTY OF BOONE

I, Jerry W. Rouse, Clerk of the County Court in and for the County aforesaid, do hereby certify that the foregoing Amendments of Articles of Incorporation of Straight-Midwest, Inc., was this day presented to me in my office, certified as above and lodged for record at 11:55 A.M.

Whereupon the same, and the foregoing certificate and this certificate are duly recorded into my office, at Burlington Ky.

Given under my hand this the 2 day of ~~November~~ ^{December}, 1980.

JERRY W. ROUSE, CLERK

BY Helen Smart D.C.

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