

Trey Grayson
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**Articles of Incorporation
of
SPRINGHURST SHARKS SWIM TEAM, INC.**

The undersigned executes these Articles of Incorporation for the purpose of forming, and does hereby form, a nonprofit corporation under the Kentucky Nonprofit Corporation Acts in accordance with the following provisions:

Article I - Name

The name of the corporation is Springhurst Sharks Swim Team , Inc. ("Corporation" or "SSST").

Article II - Purposes, Powers and Dissolution

2.1 The Corporation is organized and operated exclusively for the purpose of promoting, developing and supporting participation in competitive youth swimming activities as governed by the Louisville Swim Association ("LSA") or such other competitive recreational swimming organization as the SSST elects to join, and is supported by the Springhurst Homeowners Association. In addition, the SSST shall promote a sense of community by involving the maximum number of residents in enjoying this sport for youths of all ages and all skill levels.

2.2 The Corporation shall have no capital stock and no power to issue certificates for shares of capital stock or to declare dividends. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, 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 2.1 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 (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

2.3 Upon dissolution of the Corporation, the Board of Directors (after paying or making provisions for the payment of all liabilities of the Corporation) shall distribute all remaining assets of the Corporation for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code, or to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of

competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, as said court shall determine, which are organized and operated exclusively such purposes.

2.4 In the event the Corporation is ever a "private foundation" as defined in Section 509(a) of the Code, the Corporation (consistent with the provisions of KRS 273.400) shall distribute at such time and in such manner, for each taxable year, an amount of its income at least sufficient to avoid liability for any tax imposed under Section 4942 of the Code, and shall not (a) engage in any act of "self-dealing" as defined in Section 4941(d) of the Code, (b) retain any "excess business holdings" as defined in Section 4943(c) of the Code, (c) make any investment which would jeopardize the carrying out of any of its exempt purposes within the meaning of Section 4944 of the Code, or (d) make any "taxable expenditure" as defined in Section 4945(d) of the Code.

Article III - Registered Office and Registered Agent

The street address of the Corporation's initial registered office is 4200 Springhurst Blvd, Louisville, Kentucky, 40241, Kentucky, and the name of the corporation's initial registered agent at that office is Joseph N. Tucker, Esq.

Article IV - Principal Office

The mailing address of the Corporation's principal office is 4200 Springhurst Blvd, Louisville, Kentucky, 40241.

Article V - Members

Membership in the SSST is open to: (1) all residents of the Springhurst Subdivision whose children satisfy the eligibility requirements for swimming in the Louisville Swim Association ("LSA") or such other competitive youth swimming league in which the Corporation participates; and (2) those families whose children were on the Springhurst Sharks Swim Team in the year 2005 and who were former members of the Plantation Swim Team and whose children satisfy the eligibility requirements for swimming in the LSA or such other competitive youth swimming league in which the Corporation participates. The Corporation is open to all such individuals without discrimination on the basis of race, color, religion, age, sex or national origin.

Further requirements of Membership are set forth in the SSST's Rules and Regulations.

Article VI - Board of Directors

The business and affairs of the corporation are to be conducted by a board of directors, the number to be set in the manner provided in the bylaws; provided, however, that the board of directors shall not consist of less than three (3) persons. The corporation shall have three (3) initial directors whose names and addresses are listed below:

Corrie Miyamoto
4021 Whiteblossom Estates
Louisville, KY 40241

Kim Crable
9812 White Blossom Blvd.
Louisville, KY 40241

Joseph N. Tucker
9622 Moorfield Cir.
Louisville, KY 40241

Article VII - Limitation of Director Liability

No director shall be personally liable to the corporation for monetary damages for breach of his duties as a director except for liability for (a) any transaction in which the director's personal financial interest is in conflict with the financial interests of the corporation; (b) acts or omissions not in good faith or which involve intentional misconduct or are known to the director to be a violation of law; or (c) any transaction from which the director derives an improper personal benefit. If the Kentucky Revised Statutes are subsequently amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the corporation shall be deemed to be eliminated or limited by this provision to the fullest extent then permitted by the Kentucky Revised Statutes, as so amended. Any repeal or modification of this article shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

Article VIII - Indemnification

Each person who is or was a member, director, trustee, officer or employee 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, officer or employee 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. If any indemnification payment required by this article is not paid by the corporation within 90 days after a written claim has been received by the corporation, the member, director, trustee, officer, or employee may at any time thereafter bring suit against the corporation to recover the unpaid amount and, if successful in whole or in part, such person shall be entitled to be paid also the expense of prosecuting such claim. 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 IX - Incorporator

The name and mailing address of the incorporator is:

Joseph N. Tucker, Esq.
500 West Jefferson Street
Louisville, Kentucky 40202

Executed by the incorporator this 1st day of March, 2007.



 Joseph N. Tucker, incorporator

Prepared By:



Joseph N. Tucker, Esq.
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