

ARTICLES OF INCORPORATION
OF
CATHOLIC CHARITIES OF LOUISVILLE, INC.

S. O.
...

The undersigned, desiring to form a corporation not for profit under the non-profit corporation law of Kentucky, does hereby certify:

FIRST: The name of the corporation is Catholic Charities of Louisville, Inc.

SECOND: The place in Kentucky where the principal office of the corporation is located and its mailing address is 2911 South Fourth Street, Louisville, Kentucky 40208.

THIRD: In carrying out its purposes as set forth in these Articles of Incorporation the corporation affirms that it is incorporated as a Roman Catholic charitable organization, in accord with and subject to the traditions, teachings and Canon Law of the Roman Catholic Church. Subject thereto, the purpose or purposes for which the corporation is formed are to carry on, directly or indirectly, any religious, charitable, benevolent or educational activities, including but not limited to, the following:

a) To embrace and uphold the moral, ethical and religious doctrines and teachings of the Roman Catholic Church; to assure that the needs of all clients are serviced within the context of the Church's doctrine that all persons have an inherent dignity by virtue of their creation by God; to uniformly apply this responsibility to all clients of the agency regardless of their individual theological orientation;

b) To engage in the delivery of services of every kind for child caring and child placing institutions for the Commonwealth of Kentucky;

c) To provide housing and support for all peoples regardless of race, color, national origin, creed, sex, age or physical or mental handicap;

d) To perform, foster and support acts of Christian charity, including spiritual and corporal works of mercy, particularly among the needy, sick, ailing, aged and infirm and to house and care for the needy and unprotected regardless of color, race, national origin, creed, sex, age or physical or mental handicap;

e) To contract with any person for the performance of charitable functions set out above;

f) To distribute, contribute or otherwise transfer money and other property to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law);

g) In order to promote and achieve the foregoing purposes, the corporation may acquire by devise, gift, grant, purchase or otherwise, and hold for investment or in trust, sell, lease, mortgage, pledge or dispose of, real or personal property, money, businesses, stocks, bonds, or other securities or evidences of indebtedness created and issued by any individual, firm, or corporation, all in accordance with the laws of the Commonwealth of Kentucky.

FOURTH: The corporation's sole member shall be the Roman Catholic Bishop of Louisville, a corporation sole, who is presently Thomas C. Kelly, O.P., 212 East College Street, Louisville, Kentucky 40202.

FIFTH: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its member, 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 Third 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 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 a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

SIXTH: The corporation shall not be voluntarily dissolved, merged, consolidated or a bulk transfer of the assets transferred or encumbered without the approval of the Member. Any merger, consolidation, or bulk transfer of assets of this corporation shall only be to or with an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 as amended, for the continuation of charitable works and purposes, all in accordance with the Federal laws and in accordance with all pertinent laws and statutes of the Commonwealth of Kentucky. Any merger,

consolidation, or bulk transfer, voluntary or involuntary dissolution shall also be in accordance with the Canon Law of the Roman Catholic Church. Upon the voluntary or involuntary dissolution of this corporation, all assets remaining after satisfaction of debts and obligations shall be delivered to the Roman Catholic Bishop of Louisville, a corporation sole, and all assets in excess of that amount shall be delivered to the Member provided that the recipient then qualifies as an exempt organization under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law), or if it does not then qualify, to such other organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Member of the corporation shall determine in accordance with and subject to the Canon Law of the Roman Catholic Church and in accordance with all the federal laws and in accordance with pertinent laws and statutes of the Commonwealth of Kentucky. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located to such organization or organizations, as such Court shall determine, which are organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

SEVENTH: The names and addresses of the persons who are the initial directors of the corporation are as follows:

Michael Abell
113 East Stephen Foster Avenue
Bardstown, Kentucky 40004

Fred Banks
336 East Kenwood Drive
Louisville, Kentucky 40214

Rev. Kevin Bryan
St. Francis of Assisi
St. Francis, Kentucky 40062

Ronald Crouch
Kentucky State Data Center
College of Urban and Public Affairs
University of Louisville
Louisville, Kentucky 40292

Rev. James Hackett
 St. Leonard Church
 440 Zorn Avenue
 Louisville, Kentucky 40206

Lisa J. Haydon
 319 West High Street
 Springfield, Kentucky 40069

Dr. Mary Ann Catherine Henry
 210 East Grey Street, Suite 1100
 Louisville, Kentucky 40202

Rev. William Medley
 3112 West Broadway
 Louisville, Kentucky 40211

Michael O'Connell
 Landrum & Shouse
 220 West Main Street, 19th Floor
 Louisville, Kentucky 40202

Dr. Mary Ella Robertson
 800 South Fourth Street, Apt. #1106
 Louisville, Kentucky 40203

Daniel A. Schneider
 Jefferson District Court
 Hall of Justice
 600 West Jefferson Street
 Louisville, Kentucky 40202

Jo Anne Sherman
 Queen's Daughters
 707 Colonel Anderson Parkway
 Louisville, Kentucky 40222

Dr. Jane Thibault
 4825 Southern Parkway
 Louisville, Kentucky 40214

EIGHTH: Pursuant to KRS 273.248, the directors of the corporation shall not be liable for breach of duties as a director, provided that such provision shall not eliminate or limit the liability of a director 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

This is to certify that Catholic Charities of Louisville, Inc.
was incorporated through the state of Kentucky on
August 18, 1992.

Timothy A. Hogan
(Rev.) Timothy A. Hogan

4-28-93
(Date)