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Trey Grayson
Secretary of State
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Kentucky Secretary of State TREY GRAYSON

Division of Corporations
BUSINESS FILINGS

P.O. Box 718
Frankfort, KY 40602
(502) 564-2848
<http://www.sos.ky.gov/>

Articles of Incorporation
Nonprofit Corporation

NAI

For the purposes of forming a nonprofit corporation in Kentucky Pursuant to KRS Chapter KRS 273, the undersigned incorporator(s) hereby submit (s) the following Articles of Incorporation to the Secretary of State for filing:

Article I: The name of the corporation is

Lexington Fairness, Inc.

Article II: The purpose for which the corporation is organized Public Education and Awareness of GLBT issues in the Lexington MSA

Article III: The name of the registered agent is Jonathan Barker

and the street address of the corporation's initial registered office in Kentucky is

333 West Vine Street Suite 1210, Lexington, KY, 40507

Street or PO Box Number City State Zip Code

Article IV: The mailing address of the corporation's principal office is

333 West Vine Street Suite 1210, Lexington, KY, 40507

Street or PO Box Number City State Zip Code

Article V: The number of directors constituting the initial board of directors is 3. The names and mailing addresses of the persons who are to serve as the initial board of directors are as follows:

Jonathan Barker

Name Street or PO Box Number City State Zip Code

Joseph Miniard

Name Street or PO Box Number City State Zip Code

Christopher Pemberton

Name Street or PO Box Number City State Zip Code

Article VI: The name and mailing address of each incorporator is

Jonathan Barker

Name Street or PO Box Number City State Zip Code

Name Street or PO Box Number City State Zip Code

Name Street or PO Box Number City State Zip Code

Executed by the Incorporator (s) 02/26/2008

[Signature]
Signature of Incorporator

Signature of Incorporator

I, Jonathan Barker, consent to serve as the registered agent on behalf of the corporation.

[Signature]
Signature of Registered Agent

Jonathan Barker, Director

Type or Print Name & Title

This form does not comply with 501 (C) status. You should contact the Internal Revenue Service prior to filing the Articles of Incorporation.

NAI (06/07)

(See attached sheet for instructions)