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SECRETARY OF STATE OF KENTUCKY  
FRANKFORT, KENTUCKY

JUN 16 1977

*Deputy R. Davis*

SECRETARY OF STATE

ARTICLES OF AMENDMENT

to the

ARTICLES OF INCORPORATION

of

RECTOR, WARDENS AND VESTRY OF

ST. JOHN'S CHURCH, VERSAILLES, KENTUCKY

WHEREAS, the General Assembly of the Commonwealth of Kentucky adopted an Act in 1864, being Chapter 121 of the Acts of 1864, constituting the "Rector, Wardens and Vestry of St. John's Church, Versailles, Kentucky" a corporation and body politic, and

WHEREAS, the said corporation has continued in existence as a charitable, nonprofit, and religious corporation since passage of the aforesaid Act, and

WHEREAS, the said corporation now desires to make certain amendments to its articles,

NOW THEREFORE, pursuant to the provisions of Section 273.261 of the Kentucky Revised Statutes the undersigned corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is, and shall continue as: Rector, Wardens and Vestry of St. John's Church, Versailles, Kentucky.

SECOND: The following amendments of the Articles of Incorporation were adopted by the members of the corporation, being the Rector, Wardens and Vestry of St. John's Church, Versailles, Kentucky:

A. §1 of the aforementioned charter of 1864 is amended by omitting therefrom the words "That Rev. J. W. Venable, John Amsden, J. D. Helm, H. H. Culbertson, and J. V. Wright" and by

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substituting therefor the words: "The rector, wardens and vestry of St. John's Episcopal Church, Versailles, Kentucky".

B. §2 of said charter is amended by omitting the word "That" at the beginning thereof, by substituting the word "ten" for the word "five", and by omitting the words "for the time being - the persons named in the first section of this act being the present rector, wardens and vestry".

C. §3 of said charter is amended by omitting the word "That" at the beginning thereof and by omitting the words: "to sell the pews in said church, subject to a quarterly or annual tax, and to enforce the payment thereof, as well as of the quarterly or annual rent of pews; to confiscate or sell, at their option, for the use of said corporation and church, any and all pews on which the quarterly tax remains unpaid for the space of six months: Provided, The same be consistent with the term of lease".

D. §4 of said charter is amended by omitting the word "That" at the beginning thereof, by omitting the words: "object declared in this act" and by substituting therefor the words "objects of the church".

E. §5 of said charter is amended by omitting the word "That" at the beginning thereof.

F. §§6 and 7 of said charter are hereby deleted.

G. A new section 6 is added to read as follows: "In addition to the powers hereinabove enumerated the said corporation shall have the power to: (a) have perpetual succession by its corporate name, (b) make donations for the public welfare or for charitable or educational purposes, (c) indemnify any rector, warden, vestryperson, officer, or agent who has served said church at its request, against expenses actually and reasonably incurred by such person in connection with the defense of any action, suit or proceeding, civil or criminal, in which said person is made a

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RESTATED ARTICLES OF INCORPORATION

AUG 18 1977

OF

*Receipt of Davis*  
SECRETARY OF STATE

RECTOR, WARDENS AND VESTRY OF  
ST. JOHN'S CHURCH, VERSAILLES, KENTUCKY

WHEREAS, the General Assembly of the Commonwealth of Kentucky adopted an Act in 1864, being Chapter 121 of the Acts of 1864, constituting the "Rector, Wardens and Vestry of St. John's Church, Versailles, Kentucky" a corporation and body politic, and WHEREAS, the said corporation has continued in existence as a charitable, nonprofit, and religious corporation since passage of the aforesaid Act,

NOW THEREFORE, pursuant to the provisions of Section 273.273 of the Kentucky Revised Statutes the undersigned corporation, pursuant to a resolution duly adopted by its rector, wardens and vestry, hereby adopts the following Restated Articles of Incorporation:

SECTION 1. The rector, wardens and vestry of St. John's Episcopal Church, Versailles, Kentucky, and their successors in office, shall be and they are hereby constituted a corporation and body politic, by the name of the "Rector, Wardens and Vestry of St. John's Church, Versailles, Kentucky", and by that name shall have perpetual succession, and may sue and be sued, plead and be impleaded, and may purchase and hold property, whether acquired by purchase, gift, devise or bequest, and whether real, personal or mixed, and may make and have a corporate seal, and the same break and alter at pleasure; and shall have the power to make contracts and pass by-laws, not inconsistent with the laws of this State.

SECTION 2. The entire management of the affairs and concerns of said corporation and church, and all the corporate powers hereby granted, shall be and are hereby vested in a board of ten

party by reason of being or having been such rector, warden, vestry-  
person, officer or agent, except in relation to matters as to which  
such person shall be adjudged in such action, suit or proceeding  
to be liable for negligence or misconduct in the performance of  
duty to said church".

THIRD: The foregoing amendments were adopted by consent  
in writing signed by the rector, wardens and vestry of St. John's  
Church, Versailles, Kentucky, in vestry assembled on the 7<sup>th</sup> day  
of June, 1977, being all the members of the corporation  
entitled to vote thereon.

*B. Read Miller*

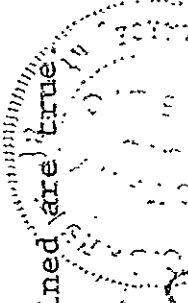
B. READ MILLER, Senior Warden

Attest: Charlene S. Bell  
Secretary

STATE OF KENTUCKY )  
( SCT.  
COUNTY OF WOODFORD)

I, Joh<sup>m</sup> C. Darsie Jr., a notary public, do hereby  
certify that on this 7<sup>th</sup> day of June, 1977, personally  
appeared before me B. Read Miller, who, being by me first duly  
sworn, declared that he is the Senior Warden of St. John's Church,  
Versailles, Kentucky, that he signed the foregoing document as said  
Senior Warden, and that the statements therein contained are true.

My commission expires July 1, 1981 by Commis.



*John C. Darsie Jr.*  
Notary Public, State of Large  
STATE OF KENTUCKY } SCT  
COUNTY OF WOODFORD }

This Instrument Prepared By:

*John Darsie*  
DARSIE & SNYDER  
Attorneys at Law  
P. O. Box 7219  
Lexington, Kentucky 40502

I, WILLIAM CRAIN, CLERK OF WOODFORD  
COUNTY COURT, HEREBY CERTIFY THAT  
THE FOREGOING INSTRUMENT HAS BEEN  
FILED IN MY OFFICE FOR RECORD, AT  
3:15 P. M. ON THE 6 DAY OF  
Sept., 1977.

Tom Crain CLERK

SX: Lois J. Brown DC

trustees, resident within this State, consisting of the rector, wardens, and vestry of said church.

SECTION 3. The majority of the trustees, in vestry assembled, shall have power, from time to time, to enact by-laws for the regulation and management of the affairs and concerns of the said corporation and church, for filling up vacancies in the board occasioned by death, resignation, removal from the State, or otherwise, as may be provided for by the by-laws; to prescribe the number and description, duties and powers of the officers, the manner of their election, and term of their offices.

SECTION 4. For the purpose of carrying out the objects of the church or for any purpose connected therewith, the said corporation shall have power to have, hold, take by purchase, or otherwise, real and personal estate, and to sell, lease, or mortgage, and dispose of the same.

SECTION 5. All the real and personal estate of whatever kind, at present belonging to or held in trust for the use and benefit of St. John's Church, Versailles, or of its congregation, be and is hereby vested in said rector, wardens and vestry, and their successors in office.

SECTION 6. In addition to the powers hereinabove enumerated the said corporation shall have the power to: (a) have perpetual succession by its corporate name, (b) make donations for the public welfare or for charitable or educational purposes, (c) indemnify any rector, warden, vestryperson, officer, or agent who has served said church at its request, against expenses actually and reasonably incurred by such person in connection with the defense of any action, suit or proceeding, civil or criminal, in which said person is made a party by reason of being or having been such rector, warden, vestryperson, officer or agent, except in relation to matters as to which such person shall be adjudged

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in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty to said church.

The foregoing Restated Articles of Incorporation correctly set forth without change the corresponding provisions of the articles of incorporation as heretofore amended, and supersede the original articles of incorporation and all amendments thereto.

THIS the 9th day of August, 1977.

RECTOR, WARDENS AND VESTRY OF  
ST. JOHN'S CHURCH, VERSAILLES,  
KENTUCKY

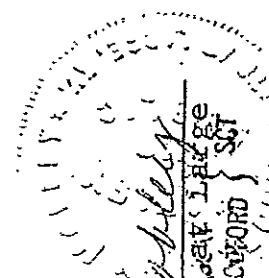
By: B. Read Miller  
B. READ MILLER, Senior Warden

and Charline S. Bell  
CHARLINE S. BELL, Secretary

STATE OF KENTUCKY )  
( SCT.  
COUNTY OF WOODFORD )

I, Andrea Kay Nobley a notary public, do hereby certify that on this 9th day of August, 1977, personally appeared before me B. Read Miller and Charline S. Bell, who, being by me first duly sworn, declared that they are the Senior Warden and Secretary, respectively, of St. John's Church, Versailles, Kentucky, and they signed the foregoing document as said Senior Warden and Secretary and that the statements therein contained are true.

My commission expires August 2, 1980.



Andrea Kay Nobley  
Notary Public, State of Kentucky  
COUNTY OF WOODFORD

This Instrument Prepared By:

John C. Davis  
DARSLIE & SNYDER  
Attorneys at Law  
P. O. Box 7219  
Lexington, Kentucky 40502

I, WILLIAM CRAIN, CLERK OF WOODFORD COUNTY COURT, HEREBY CERTIFY THAT THE FOREGOING INSTRUMENT HAS BEEN FILED IN MY OFFICE FOR RECORD, AT 3:16 P. M. ON THE 6 DAY OF Sept, 1977.

Wm. Crain CLERK

BY: Lois S. Brown D.C.