

State of Indiana  
Office of the Secretary of State

Certified Copies

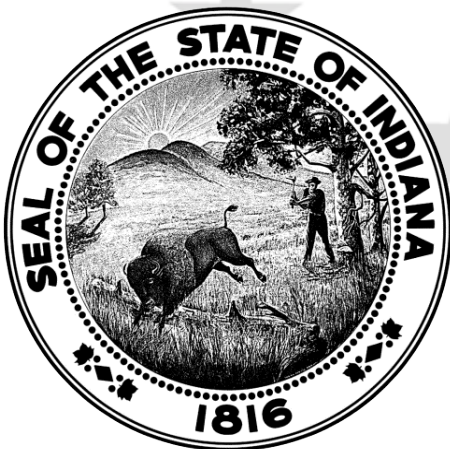
To Whom These Presents Come, Greeting:

I, DIEGO MORALES, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records and the proper official to execute this certificate.

I further certify that this is a true and complete copy of this 9 page document consisting of the following records filed in this office:

Certification Date: November 29, 2024  
Business Name: BROWN COUNTY MAPLE LEAF BUILDING CORPORATION  
Business ID: 201711301226314

Transaction	Date Filed	No. of pages
Articles of Incorporation	12/04/2017	6
Change of Registered Office/Agent	12/15/2021	1
Business Entity Report	09/08/2023	2
Total No. of pages		9



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, November 29, 2024

*Diego Morales*

DIEGO MORALES  
SECRETARY OF STATE

201711301226314 / 17231682

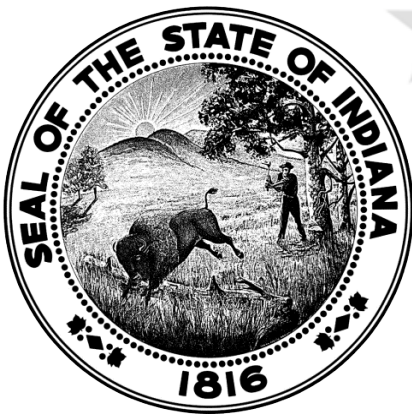
All certificates should be validated here: <https://bsd.sos.in.gov/ValidateCertificate>  
Expires on December 29, 2024.

State of Indiana  
Office of the Secretary of State

Certificate of Incorporation  
of  
**BROWN COUNTY MAPLE LEAF BUILDING CORPORATION**

I, CONNIE LAWSON, Secretary of State, hereby certify that Articles of Incorporation of the above Domestic Nonprofit Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Nonprofit Corporation Act of 1991.

NOW, THEREFORE, with this document I certify that said transaction will become effective Thursday, November 30, 2017.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, December 04, 2017

*Connie Lawson*

CONNIE LAWSON  
SECRETARY OF STATE

201711301226314 / 7766462

To ensure the certificate's validity, go to <https://bsd.sos.in.gov/PublicBusinessSearch>

**ARTICLES OF INCORPORATION**  
**OF**  
**BROWN COUNTY MAPLE LEAF BUILDING CORPORATION**

The undersigned incorporator, desiring to form a corporation (the "Corporation") pursuant to the provisions of the Indiana Nonprofit Corporation Act of 1991, as amended, Indiana Code 23-17 (the "Act"), executes the following Articles of Incorporation:

**ARTICLE I.**

**Name**

**Section 1.01** **Name.** The name of this Corporation is:

Brown County Maple Leaf Building Corporation

**ARTICLE II.**

**Purposes and Powers**

**Section 2.01** **Type of Corporation.** This Corporation is a public benefit corporation.

**Section 2.02** **General Purpose.** The Corporation is organized solely for the purpose of assisting Brown County, Indiana with the financing of its government facilities and operations through the acquisition and owning in fee simple of an existing building or buildings and the land upon which such is located, the acquisition and owning in fee simple of a site or sites appropriate for a new building or buildings, constructing and equipping a suitable building or buildings on such site or sites, renovating or expanding an existing building or buildings, and leasing or selling the same to Brown County, Indiana, or its successor municipal corporation, collecting the rentals or payments (including installment payments) therefor and applying the proceeds thereof in a manner consistent with the Indiana Code, entirely without profit to the Corporation, its officers, directors, or incorporators, other than the return of capital actually invested.

**Section 2.03** **Nonprofit Purposes.** (a) The Corporation is organized exclusively for the promotion of social welfare and is not organized for profit, all within the meaning of Section 501(c)(4) of the Internal Revenue Code of 1986, as amended (the "Code"). No part of the net earnings of the Corporation shall inure to the benefit of any Director or Officer of the Corporation or to any private individual, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered by a Director, Officer or employee and to pay principal and interest at a reasonable rate not exceeding current market rates on funds loaned or advanced by a Director or Officer to the Corporation.

(b) The Corporation shall not engage in carrying on propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office. The Corporation shall not be operated as a social club for benefit, pleasure or recreation of its members.

(c) Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any activities nor exercise any power or authority in any manner or for any purpose whatsoever which may jeopardize the status of the Corporation as an exempt organization under Section 501(c)(4) of the Code, or any corresponding provisions of any subsequent federal tax laws.

**Section 2.04 Powers.** In furtherance of the purposes hereinabove set forth and subject to any limitation or restriction imposed by the Act, any other law or these Articles of Incorporation, the Corporation shall have all the general rights, privileges and powers granted to corporations by the Act.

### **ARTICLE III.**

#### **Registered Office and Registered Agent**

**Section 3.01 Registered Office.** The street address of the registered office of the Corporation is:

911 State Rd 46  
Nashville, IN 47448

**Section 3.02 Registered Agent.** The name of the registered agent of the Corporation at the registered office is:

Andy Szakaly

The Incorporator represents that the registered agent named above has consented to the appointment of registered agent.

### **ARTICLE IV.**

#### **Members**

**Section 4.01 Membership.** The Corporation shall not have members.

### **ARTICLE V.**

#### **Incorporator**

**Section 5.01 Name and Address of Incorporator.** The name and address of the incorporator are as follows:

Thomas A. Pitman, Esq.  
11 South Meridian Street  
Indianapolis, Indiana 46204

## **ARTICLE VI.**

### **Provisions for Regulation of Business and Conduct of Affairs of the Corporation**

**Section 6.01 Management of Corporation.** The affairs of the Corporation shall be managed by the Board of Directors of the Corporation.

**Section 6.02 Indemnification.** Directors and Officers of the Corporation shall be indemnified to the fullest extent now or hereafter permitted by law in connection with any actual or threatened action or proceeding (including civil, criminal, administrative or investigative proceedings) arising out of their service to the Corporation or to another organization at the Corporation's request. Persons who are not Directors or Officers of the Corporation may be similarly indemnified in respect of such service to the extent authorized at any time by the Board of Directors. The provisions of this Section shall be applicable to actions or proceedings commenced after the adoption hereof, whether arising from acts or omissions occurring before or after the adoption hereof, and to persons who have ceased to be Directors, Officers or employees, and shall inure to the benefit of their heirs, executors and administrators.

**Section 6.03 Code of By-Laws.** The Board of Directors of the Corporation shall have the power to make, alter, amend or repeal the Code of By-Laws of the Corporation; provided, that notwithstanding anything herein to the contrary, any amendment is subject to approval in writing by the Board of Commissioners of Brown County, Indiana.

**Section 6.04 Amendment of Articles of Incorporation.** The Corporation reserves the right to amend, alter, change or repeal any provisions contained in the Articles of Incorporation or in any amendment hereto, in any manner now or hereafter prescribed or permitted by the Act or any amendment thereto; provided, nevertheless, that such power of amendment shall not authorize any amendment which would have the effect of disqualifying this Corporation as an exempt organization under the provisions of Section 501(c)(4) of the Code, or such equivalent provision as may hereafter exist from time to time; and provided, that notwithstanding anything herein to the contrary, any amendment is subject to approval in writing by the Board of Commissioners of Brown County, Indiana.

## **ARTICLE VII.**

### **Dissolution**

**Section 7.01 Dissolution.** Upon the dissolution of the Corporation, the Board of Directors shall, after paying 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 manner or to such organization or organizations organized and operated exclusively for civic purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(4) of the Code, or any corresponding provisions of any subsequent federal tax laws, or to Brown County, Indiana, for a public purpose.

## **ARTICLE VIII.**

### **Board of Directors**

**Section 8.01 Initial Directors.** The following individuals shall serve as the initial Board of Directors of the Corporation:

Bill Austin  
1424 Country Club Road  
Nashville, IN 47448

Michael A. Laros  
2477 Lanam Ridge Road  
Nashville, IN 47448

Robyn Rosenberg  
4146 Webber Hill Road  
Trafalgar, IN. 46181

IN WITNESS WHEREOF, the undersigned, being the Incorporator designated in Article 5, executes these Articles of Incorporation this 30th day of November, 2017.



---

Thomas A. Pitman, Incorporator





# STATEMENT OF CHANGE OF REGISTERED AGENT

State Form 56367 (R4 / 6-19)

Approved and Filed  
201711301226314/9251706  
Filing Date: 12/15/2021  
Effective :12/14/2021 11:00 AM  
Holli Sullivan  
Indiana Secretary of State

Indiana Code 23-0.5-4-6

NO FILING FEE

The undersigned, desiring to change the registered agent information on file with the Secretary of State pursuant to the provisions of Indiana Code 23-0.5-4-6, executes the following Statement of Change of Registered Agent.

## ARTICLE I – ENTITY INFORMATION

The name of the entity

Brown County Maple Leaf Building Corporation

The name of the current registered agent

Dana Beth Evans

## ARTICLE II – REGISTERED AGENT INFORMATION

To determine if your Registered Agent is a Commercial Registered Agent (CRA), go to [INBIZ.in.gov](http://INBIZ.in.gov).

Provide either commercial registered agent or noncommercial registered agent information below.

☐ Commercial registered agent

Name of registered agent (Do not provide address.)

OR

☒ Noncommercial registered agent

Name of registered agent

Christian Webb

Address (number and street) (A P.O. Box is not acceptable unless accompanied by a Rural Route number.)

200 Maple Leaf Boulevard

City

Nashville

State

IN

ZIP code

47448

(OPTIONAL) E-mail address of the registered agent at which the registered agent will accept electronic service of process

director@browncountymusiccenter.com

☒ By checking the box, the Signator(s) represent(s) that the Registered Agent named in this Statement of Change of Registered Agent has consented to the appointment of Registered Agent.

In Witness Whereof, the undersigned duly authorized representative of the entity executes this Statement of Change of Registered Agent and verifies, subject to penalties of perjury, that the statements contained herein are true, this 8 day of December, 20 21.

Signature

Robyn Rosenberg Bowman Pres BCMLBC

Printed name

Robyn Rosenberg Bowman

Title

President, Brown County Maple Leaf Building Corporation

IN SEC OF STATE RCVD  
DEC 14 '21 AM 11:24

**BUSINESS ENTITY REPORT**

**NAME AND PRINCIPAL OFFICE ADDRESS**

**BUSINESS ID** 201711301226314  
**BUSINESS TYPE** Domestic Nonprofit Corporation  
**BUSINESS NAME** BROWN COUNTY MAPLE LEAF BUILDING CORPORATION  
**ENTITY CREATION DATE** 11/30/2017  
**JURISDICTION OF FORMATION** Indiana  
**PRINCIPAL OFFICE ADDRESS** 200 Maple Leaf Blvd. , P.O. Box 35, Nashville, IN, 47448, USA

**YEARS FILED**

**YEARS** 2023/2024

**EFFECTIVE DATE**

**EFFECTIVE DATE** 09/08/2023  
**EFFECTIVE TIME** 8:03 PM

**REGISTERED OFFICE AND ADDRESS**

**REGISTERED AGENT TYPE** Individual  
**NAME** CHRISTIAN WEBB  
**ADDRESS** 200 MAPLE LEAF BLVD, Nashville, IN, 47448, USA

**GOVERNING PERSON INFORMATION**

**TITLE** President  
**NAME** Robyn Bowman  
**ADDRESS** 3578 South State Road 135, Trafalgar, IN, 46181, USA

**TITLE** CEO  
**NAME** Christian Webb  
**ADDRESS** 200 Maple Leaf Blvd, Nashville, IN, 47448, USA

**APPROVED AND FILED**  
**DIEGO MORALES**  
**INDIANA SECRETARY OF STATE**  
**09/08/2023 08:03 PM**

**SIGNATURE**

IN WITNESS WHEREOF, THE UNDERSIGNED HEREBY VERIFIES, SUBJECT TO THE PENALTIES OF PERJURY, THAT THE STATEMENTS CONTAINED HEREIN ARE TRUE, THIS DAY **September 8, 2023**.

THE UNDERSIGNED ACKNOWLEDGES THAT A PERSON COMMITS A CLASS A MISDEMEANOR BY SIGNING A DOCUMENT THAT THE PERSON KNOWS IS FALSE IN A MATERIAL RESPECT WITH THE INTENT THAT THE DOCUMENT BE DELIVERED TO THE SECRETARY OF STATE FOR FILING.

**SIGNATURE**

Christian Webb

**TITLE**

CEO

Business ID : 201711301226314

Filing No. : 10021121